

The Operation and Effect of the Foreign Sales Corporation Legislation

July 1, 1992 to June 30, 1993



Department of the Treasury
November 1997



DEPARTMENT OF THE TREASURY
WASHINGTON

ASSISTANT SECRETARY

The Honorable William V. Roth, Jr.
Chairman
Committee on Finance
United States Senate
Washington, DC 20510

Dear Mr. Chairman:

Section 804(a) of the Tax Reform Act of 1984, as amended by section 6252(b)(2) of the Technical and Miscellaneous Revenue Act of 1988, provides that the Secretary of the Treasury shall, during 1990 and each fourth calendar year thereafter, submit a report to Congress (using the most recent information available) setting forth an analysis of the operation and effect of the provisions of that Act which authorize the creation of Foreign Sales Corporations.

Pursuant to that section, I hereby submit the report "The Operation and Effect of the Foreign Sales Corporation Legislation," which covers the period July 1, 1992 to June 30, 1993. The report follows the same basic format as earlier reports that examined the effect of the Domestic International Sales Corporation provisions on U.S. exports and tax revenue.

I am sending a similar letter to Senator Moynihan.

Sincerely,

Donald C. Lubick
Acting Assistant Secretary
(Tax Policy)

Enclosure



ASSISTANT SECRETARY

DEPARTMENT OF THE TREASURY
WASHINGTON

APR 2 1993

The Honorable Bill Archer
Chairman
Committee on Ways and Means
U.S. House of Representatives
Washington, DC 20515

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I am sending a similar letter to Mr. Rangel.

Sincerely,

A handwritten signature in dark ink, appearing to read "Donald C. Lubick", written over a light-colored background.

Donald C. Lubick
Acting Assistant Secretary
(Tax Policy)

Enclosure

CHAPTER 1

INTRODUCTION AND SUMMARY

This is the second report on the operation and effect of the foreign sales corporation (FSC) legislation.¹ The legislation became effective on January 1, 1985 and allows U.S. exporters to create FSCs, which are special foreign corporations whose export income is partially exempt from federal income taxes. The report is based on information derived from a sample of income tax returns (Form 1120-FSC) filed for taxable years ending between July 1, 1992 and June 30, 1993 (referred to as FSC year 1992).² The first FSC report covered FSC years 1985 through 1987.

The FSC program grew out of legislation enacted in 1971 that established domestic international sales corporations (DISCs).³ A DISC is a special domestic corporation that enables its shareholders to defer federal income taxes on part of their export profits. The FSC laws were developed as an alternative to the DISC laws in an effort to avoid conflicts with U.S. trading partners under the General Agreement on Tariffs and Trade.

The number of active FSCs increased from 2,613 in FSC year 1987 to 3,073 in FSC year 1992. FSC exports nearly doubled over this period, from \$84.3 billion in FSC year 1987 to \$152.3 billion in FSC year 1992. FSC taxable income and net exempt income also nearly doubled: taxable income grew from \$1.3 billion to \$2.3 billion while net exempt income grew from \$2.1 billion to \$4.1 billion.

The industries with the greatest FSC taxable income and net exempt income were chemicals, nonelectrical machinery, electrical machinery, and transportation equipment. These are the same industries with the greatest FSC taxable income and net exempt income in FSC years 1985 through 1987. Also like the earlier period, the bulk of FSC activity took place in U.S. possessions, and the U.S. Virgin Islands continued to be the most popular location. Companies with more than \$250 million in assets owned only 20

¹ The FSC legislation is contained in the Tax Reform Act of 1984, P.L. 98-369, as amended by the Tax Reform Act of 1986, P.L. 99-514, the technical and Miscellaneous Revenue Act of 1986, P.L. 100-647, the Omnibus Budget Reconciliation Act of 1990, P.L. 101-508, and the Taxpayer Relief Act of 1997, P.L. 105-34. This report was prepared in response to section 804(a) of the Tax Reform Act of 1984, as amended by section 6252(b)(2) of the Technical and Miscellaneous Revenue Act of 1988.

² The sampling procedure is described in Appendix B.

³ Revenue Act of 1971, P.L. 92-178, section 501.

percent of the active FSCs, but accounted for 80 percent of the total FSC exempt income. About 64 percent of FSC income was tax exempt. The revenue cost of the FSC program is estimated to have been about \$1.3 billion in fiscal year 1992 and the export gain attributed to the program in calendar year 1992 is estimated to have been about \$1.5 billion.

Chapter 2 describes the FSC program. It also contains examples showing how the FSC's income and the exempt portion of the income are determined. Chapter 3 describes the export incentives created by the FSC program and how other parts of U.S. tax law interact with the FSC rules to determine the FSC export incentive. Chapter 4 presents estimates of the effect of the FSC program on U.S. trade. Chapter 5 presents estimates for the revenue cost of the FSC program for 1992, with projections through 1997. Chapter 6 presents summary income and balance sheet statistics for FSCs.

CHAPTER 2

THE FSC PROGRAM

1. INTRODUCTION AND SUMMARY

Legislation for the FSC program was enacted in 1984. The legislation exempts from federal taxes a portion of the export income channeled through corporations that qualify as FSCs. The FSC program was developed as an alternative to the DISC program in an effort to avoid conflicts with U.S. trading partners who claimed that the DISC program provided an export subsidy and was illegal under the GATT.

A FSC can be either a buy-sell FSC or a commission FSC. A buy-sell FSC earns foreign trade income by buying export property from a related supplier and reselling it. A commission FSC earns foreign trade income in the form of a commission by assisting the related supplier in the export sale. (Most FSCs are commission FSCs.) A portion of the foreign trade income is characterized as foreign source income that is not connected with a U.S. trade or business and is exempt from U.S. income taxes. The FSC's exempt income is not taxed when it is distributed to U.S. corporate shareholders. The portion of foreign trade income that is exempt depends on the method the FSC uses to compute transfer prices on its purchases if it is a buy-sell FSC, or the commission if it is a commission FSC. The FSC can choose the arm's length standard as specified in section 482 of the Internal Revenue Code, or one of two administrative pricing methods.⁴

2. DETAILED DESCRIPTION OF THE FSC PROGRAM⁵

A. Qualification Requirements

Under GATT rules, only export income generated outside the United States can be exempt from U.S. income taxes. To satisfy these rules, U.S. tax law provides that a FSC must have a foreign presence and must meet foreign management requirements. Also, to earn foreign trading gross receipts, the FSC must satisfy certain foreign economic process

⁴ The administrative pricing methods are described in chapter 3.

⁵ A more detailed explanation can be found in U.S. Congress, Joint Committee on Taxation, General Explanation of the Deficit Reduction Act of 1984, December 31, 1984, pp. 1037-1070.

requirements.⁶ To meet the foreign presence requirement, the FSC must be organized under the laws of a country that has an exchange of information agreement with the United States, or in a qualifying U.S. possession.⁷ It must maintain an office and a set of permanent records outside the United States in a qualifying jurisdiction and a duplicate set of records within the United States. It must have at least one director who is a nonresident of the United States, but who may be a U.S. citizen. To be taxed as a FSC, an election must be filed during the 90-day period immediately preceding the beginning of the FSC's taxable year or, if the FSC is newly established, during the 90-day period immediately after the beginning of the FSC's taxable year. Once the FSC election is made, it applies for the taxable year and all succeeding taxable years until it is revoked. The FSC's taxable year must be the same as that of the majority shareholder. Finally, the FSC may not be a member of a controlled group of corporations that includes an Interest Charge DISC (IC-DISC)⁸ or a small FSC.

To meet the foreign management requirement, the FSC must be managed from outside the United States. This requirement consists of three parts: all formally convened board of director and shareholder meetings must occur outside the United States; the FSC's principal bank account must be maintained outside the United States in a qualifying location; and all cash dividends, legal and accounting fees, and salaries of the FSC's officers and directors must be paid from that account.

⁶ Special provisions for small FSCs were designed to provide benefits to small businesses that find the foreign presence and activity requirement unduly burdensome. A small FSC is free from these requirements, but any of its foreign trading gross receipts in excess of \$15 million are not taken into account in determining exempt foreign trade income.

⁷ As of FSC year 1996, the following countries met the FSC location requirements: Australia, Austria, Barbados, Belgium, Bermuda, Canada, Costa Rica, Cyprus, Denmark, Dominica, Dominican Republic, Egypt, Finland, France, Germany, Granada, Honduras, Iceland, Ireland, Jamaica, Korea, Malta, Marshall Islands, Mexico, Morocco, the Netherlands, New Zealand, Norway, Pakistan, Philippines, St. Lucia, Sweden, and Trinidad and Tobago. The following are qualifying U.S. possessions: Guam, American Samoa, the Commonwealth of the Northern Mariana Islands, and the U.S. Virgin Islands.

⁸ IC-DISCs provide a limited benefits to small exporters, who are able to defer tax on the IC-DISC's income, but must pay interest on the deferred tax.

The foreign economic process requirement can be met by the FSC or by a person acting under contract with the FSC. It is satisfied if both the “sales activity” and “foreign direct costs” tests are passed.

The sales activity test requires that, for each transaction or group of transactions,⁹ the FSC perform one of the following three sales activities outside the United States: soliciting (other than advertising for the sale), negotiating the sale, or making the contract for the sale.

The foreign direct costs test requires that direct costs incurred abroad by the FSC must equal or exceed 50 percent of the total direct costs of the transaction (or group of transactions) that arise from the following five activities: advertising and sales promotion, processing customer orders and arranging for delivery, transporting the goods, determining and transmitting a final invoice or statement of account and receiving payment, and assuming the credit risk. Alternatively, this test is passed if the FSC incurs at least 85 percent of direct costs in each of two of the five activities.

B. Foreign Trading Gross Receipts and Foreign Trade Income

Foreign trading gross receipts are the gross receipts of a FSC that are attributable to the sale of export property, from the lease or rental of export property, or from certain services.¹⁰ For export sales of a buy-sell FSC, foreign trade income is foreign trading gross receipts minus the cost of goods sold. For a commission FSC, foreign trade income is the commission received by the FSC. For sales between unrelated parties, actual transaction prices are used to determine the FSC’s foreign trade income. For sales

⁹ In order to be grouped, transactions must meet certain requirements. For example, they generally can be grouped if they are made to a single customer during the same taxable year, if the export property consists of fungible or substantially similar products, or if the products are sold by the FSC under a single contract.

¹⁰ Such services include engineering and architectural services, and export management services. The following types of receipts do not qualify as foreign trading gross receipts: investment income and carrying charges, receipts generated from exports that will be re-imported for ultimate use in the United States, receipts from transactions benefiting from certain U.S. subsidies, receipts from another FSC that is a member of the same controlled group (unless the combined taxable income administrative pricing method is used by each FSC to determine its foreign trade income), and receipts from exports of patents and certain other intangibles.

between related parties, either the transfer pricing rules in IRC section 482 or one of two special administrative transfer pricing rules are used.

One of the administrative pricing methods is based on gross receipts and the other is based on combined taxable income. Under the gross receipts method, the FSC's foreign trade income is 1.83 percent of the gross export receipts, but can not exceed 46 percent of the combined taxable income of the FSC and the related supplier. Under the combined taxable income method, the FSC's foreign trade income is 23 percent of the combined taxable income that the FSC and the related supplier derive from the export sales.

C. Taxation of the FSC

Part of a FSC's foreign trade income is treated as not effectively connected with the conduct of a U.S. trade or business and is therefore exempt from U.S. federal income taxes. The size of the exempt portion depends on the transfer pricing rule used. For foreign trade income attributable to the stock ownership of corporate shareholders, 30 percent of the FSC's foreign trade income is exempt if the FSC purchases from an unrelated party or if it uses the standard of IRC section 482 to compute transfer prices for purchases from a related party. (For foreign trade income attributable to the stock ownership of non-corporate shareholders, the exemption rate is 32 percent.) Alternatively, if the FSC chooses one of the two administrative pricing rules to compute its foreign trade income, 15/23 of the income is exempt for foreign trade income attributable to the stock ownership of corporate shareholders and 16/23 is exempt for foreign trade income attributable to the stock ownership of non-corporate shareholders.

If the FSC chooses one of the two administrative pricing rules to compute its foreign trade income, the nonexempt portion is treated as effectively connected income and is thus subject to U.S. federal income tax. If the FSC does not use one of those rules, the nonexempt foreign trade income is treated as income earned by a foreign corporation that is not a FSC. To derive net taxable income, deductions are allocated between exempt and nonexempt foreign trade income on a proportionate basis. Carrying charges and all investment income received by the FSC are also subject to U.S. tax.

The following example illustrates how commissions, foreign trade income and exempt foreign trade income are calculated under the various transfer pricing rules. The FSC is owned by a corporate shareholder (the related supplier). The related supplier sells export property for \$1,000 of foreign trading gross receipts. The FSC incurs expenses of \$125 attributable to the sale. The related supplier's cost of goods sold attributable to the exports is \$550 and its expenses incurred in connection with the sale of the exports is \$225. The combined taxable income of the FSC and its related supplier are as follows:

Foreign trading gross receipts	\$1,000.00
Cost of goods sold	<u>(\$550.00)</u>
Combined gross income	\$450.00
Less expenses:	
Expenses of related supplier	(\$225.00)
Expenses of FSC	<u>(\$125.00)</u>
Total expenses	(\$350.00)
Combined taxable income	\$100.00

The FSC's net income, the commission to the FSC, foreign trade income and exempt foreign trade income using the various pricing rules are as follows:

(a) FSC's net income, commission and exempt foreign trade income under the combined taxable income rule

Under this rule, FSC taxable income is 23 percent of combined taxable income.

FSC commission:	
FSC expenses	\$125.00
FSC net income	\$23.00
FSC commission	\$148.00
Foreign trade income:	
Foreign trade income	\$148.00
Exempt foreign trade income (15/23 X \$148)	\$96.52
Expenses allocable to exempt foreign	
Trade income (15/23 X \$125)	<u>(\$81.52)</u>
Exempt foreign trade income	\$15.00

(b) FSC's net income, commission, and exempt foreign trade income under the gross receipts rule

Under this rule, FSC net income is the lessor of 1.83 percent of foreign trading gross receipts or 46 percent of combined taxable income.

FSC commission:	
FSC expenses	\$125.00
FSC net income	<u>\$18.30</u>

FSC commission	\$143.30
Foreign trade income:	
Foreign trade income	\$143.30
Exempt foreign trade income (15/23 X \$143.30)	\$93.46
Expenses allocable to exempt foreign Trade income (15/23 X \$125)	(\$81.52)
Exempt foreign trade income	\$11.94

A FSC may claim a foreign tax credit for foreign taxes paid on foreign trade income only if the special administrative transfer pricing rules were not used and the foreign trade income is not effectively connected with the conduct of a trade or business in the United States. A FSC's foreign trade income is subject to a separate foreign tax credit limitation (so foreign taxes on the FSC's income cannot be averaged with taxes on other foreign source income). A FSC may also claim a foreign tax credit for foreign taxes paid on foreign source income from investments and carrying charges. FSC's, however, tend to operate in jurisdictions that impose little or no tax on their income.

D. Taxation of Distributions to FSC Shareholders

FSCs are not required or deemed to make distributions to shareholders. Actual distributions are treated as coming first from earnings and profits attributable to foreign trade income, and then from any other earnings and profits (such as investment income). Distributions to foreign corporations or nonresident aliens made from earnings and profits attributable to foreign trade income are subject to U.S. income taxes, because they are considered as arising from U.S. source income. Distributions attributable to the FSC's foreign trade income are subject to a separate foreign tax credit limitation.

Domestic corporations are eligible for a 100 percent dividends received deduction for deductions made out of earnings and profits attributable to all exempt foreign trade income, to nonexempt foreign trade income determined under either of the administrative pricing rules, and to effectively connected foreign trade income that is determined without reference to an administrative pricing rule. The 100 percent dividends received deduction is not available for nonexempt, noneffectively connected foreign trade income that is determined without reference to an administrative pricing rule.

CHAPTER 3

TAX-BASED EXPORT INCENTIVES

1. EXPORT INCENTIVES ASSOCIATED WITH THE FSC PROGRAM

The FSC program encourages exports by reducing the tax rate on export income. Under the combined taxable income administrative pricing rule, 15 percent of the corporation's taxable income from exports channeled through the FSC is exempt from federal income taxes. Under the gross receipts method, the exempt income is equal to about 1.19 percent of gross export receipts. Which method is more advantageous depends on the exporter's profit margin. Under the combined taxable income method, the exempt portion of the exporter's profit is always 15 percent. Under the gross receipts method, the exempt portion falls as the profit margin rises. If the profit margin is 8 percent the exempt portion is about 15 percent. Thus, to realize the maximum tax saving, exporters with profit margins greater than 8 percent should use the combined taxable income method, whereas those with profit margins below 8 percent should use the gross receipts method. The tax saving from using a FSC is the statutory tax rate times the exempt income.

2. THE EFFECT OF THE SALES SOURCE RULES ON THE FSC EXPORT INCENTIVE

The FSC export incentive depends on how the firm is affected by the sales source rules of the IRC.¹¹ The effect of the sales source rules, in turn, depends on the taxation of the firm's foreign source income. Thus, to examine how the sales source rules affect the FSC export incentive, we begin with a description of the taxation of foreign source income.

A U.S. multinational corporation may organize an overseas operation as a branch or a subsidiary. The choice of legal form determines when U.S. taxes are due on the foreign source income. Income from branches, which are not separately incorporated in foreign countries, is subject to U.S. tax as it is earned. Income from subsidiaries, which are separately incorporated, generally is subject to U.S. tax only when it is repatriated.

The United States allows multinational corporations to credit income taxes paid or accrued to foreign countries against their U.S. tax on the foreign source income. Because

¹¹ The sales source rules are found in IRC sections 862(a)(6), 863(a), and 863(b)(2) and (3).

the credit is limited to the U.S. tax liability on foreign source income, U.S. multinational corporations do not always receive full credit against their U.S. tax on the foreign source income. For example, a U.S. corporation with a single subsidiary in a country with a higher income tax rate than the United States can credit only part of its foreign income taxes when it repatriates the foreign earnings and will have excess foreign tax credits. The firm can, however, reduce its U.S. tax bill if it can increase its foreign tax credit limitation.

Under the sales source rules, a U.S. multinational exporter can treat part of its export profits as foreign source income for purposes of calculating its foreign tax credit limitation, even when none of the economic activity that generated the export income takes place abroad. Because such treatment of export profits typically attracts little or no foreign tax, it allows an exporter with excess foreign tax credits to increase its foreign tax credit limitation and thus get credit for more of the foreign income taxes it paid. In this way the exporter can apply the sales source rules to reduce the effective U.S. tax rate on export income.

An exporter can apply the sales source rules and use a FSC for the same export sales. The portion of export earnings that can be sourced abroad under the sales source rules is reduced if the exports are sent through a FSC, however. For example, if the combined taxable income method is used to allocate income to the FSC, generally no more than 25 percent of the combined taxable income of the FSC and the U.S. exporter may be treated as foreign source income under the sales source rules, whereas if no FSC is used, the firm can often use the rules to source 50 percent of the export profits abroad.¹²

¹² See IRC sections 927(e)(1) and 994(a)(2). For a more detailed description of the sales source rules, see Department of the Treasury, Report on the Sales Source Rules (1992).

CHAPTER 4

THE EFFECTS OF FSCS ON U.S. TRADE

In this chapter, a standard trade model is used to estimate the effect of the FSC program on U.S. trade. (The model is described more fully in Appendix C.) Specifically, estimates are given for the reduction in exports that would result if the FSC provisions were repealed.

The export stimulus that the FSC program provides in an industry depends largely on three factors: how great the tax saving is for exports, how responsive the U.S. export supply is to a change in the export price (the elasticity of the U.S. export supply), and how responsive the foreign demand for U.S. exports is to a change in their price (the elasticity of the foreign demand for U.S. exports).¹³ The following equation shows how these factors determine the FSC export stimulus. The equation is based on the assumption that firms are as sensitive to taxes as they are to any other cost of doing business. Thus, the equation will overstate the effect on exports if the firm does not consider taxes in making its production and pricing decisions.¹⁴

Let S denote the cash payment that would be needed to supply the same after-tax benefit to the industry as the FSC tax saving, let Y denote the U.S. export supply elasticity, and let X denote the elasticity of foreign demand for U.S. exports. Then the reduction in the value of the industry's exports that would occur if FSC benefits were eliminated (ΔE) can be approximated by the equation

¹³ A demand or supply elasticity refers to the percentage change in quantity demanded or supplied that would accompany a one percent change in the price. For example, a supply elasticity of three means that a price increase of one percent will cause an increase in the quantity supplied of three percent. Supply elasticities generally are positive, indicating that an increase in price will increase the quantity supplied, whereas demand elasticities are always negative, indicating that an increase in price will reduce the quantity demanded.

¹⁴ See G. Peter Wilson, "The Role of Taxes in Location and Sourcing Decisions," Harvard Business School working paper (1991); Deen Kemsley, "The Effect of Taxes on Production Location," Columbia University, mimeo (1997); and Harry Grubert and John Mutti, "Do Taxes Influence Where U.S. Corporations Invest?" Paper prepared for the Conference on Trans-Atlantic Public Economics Seminar, Amsterdam, Netherlands, May 29-31, 1996. All of these studies present evidence on the responsiveness of firms to tax incentives.

$$\Delta E = SY(X + 1)/(Y - X). \quad (1)$$

The equation shows that the loss in exports increases if the supply or demand becomes more price responsive. If the export supply is perfectly elastic (the export supply curve is horizontal), then equation (1) simplifies to

$$\Delta E = S(X + 1). \quad (2)$$

Other factors must be considered in arriving at a more complete estimate of the export change for the industry, however. Specifically, lower U.S. export sales in all industries would mean reduced foreign bids for U.S. dollars in foreign exchange markets. This would tend to cause the dollar to depreciate, which would tend to ameliorate the export losses of former FSC users and also improve the international competitiveness of exporters who did not avail themselves of FSC benefits.

The complete equation for the change in exports, after accounting for exchange rate changes, is

$$\Delta E = SY(X + 1)/(Y - X) - eEXY/(Y - X), \quad (3)$$

where E is the initial value of exports and e is the proportional change in the exchange rate. (The equations used to calculate e are given in appendix C.) The exchange rate is measured as the dollar price of a unit of foreign currency, so e is positive when the dollar depreciates and negative when the dollar appreciates. If the export supply is infinitely elastic, equation (3) simplifies to

$$\Delta E = S(X + 1) - eEX. \quad (4)$$

More detailed versions of equations (1) through (4) are derived in Appendix C. Estimates of the elasticities needed for the equations, particularly the supply elasticities in equation (3), are subject to wide margins of error. Export supply generally is believed to be highly price elastic, because output can be diverted away from domestic consumption (which for most goods is much larger than export sales) toward export markets. Also, in many industries the export supply can be readily expanded by attracting labor and capital from other industries. In some sectors such as agriculture and natural resources, however, export supply is clearly constrained, because neither total domestic supply nor domestic demand is very price responsive. Consequently, in constructing the estimates in this report the export supply elasticities are presumed to be infinite, except for agriculture and natural resources, for which a value of 3 is chosen. These assumed values tend to overstate the export supply elasticities, which means that the estimates tend to overstate the loss in exports that would accompany removal of FSC benefits.

The indirect trade effects attributed to the response of exchange rates would occur even if exchange rates were fixed, although they might take somewhat longer. With fixed exchange rates, the adjustment would be accomplished largely through changes in domestic prices. For example, eliminating the FSC program would tend to reduce the cost of resources used to produce exports that receive the FSC benefits. The cost reduction would ameliorate the adverse effect on exports from eliminating the FSC program.

Table 4-1 presents the estimates for the trade effects of eliminating the FSC benefit, after accounting for the response of exchange rates. The estimates are for the annual change in exports that would be expected in the medium term (a period of several years) if the FSC program were eliminated. Overall, the FSC program is estimated to have increased U.S. exports by about \$1.5 billion in 1992, or about 3 tenths of one percent. The industries with the largest export gains were nonelectrical machinery and electrical machinery. The overall improvement in the balance of trade in goods attributable to the FSC program was \$0.6 billion in 1992. In several industries the FSC benefits were so small relative to the total value of exports that the adverse effect of the exchange rate change is estimated to exceed the benefit from the FSC program. For these industries, the FSC program has a small adverse effect on exports. The table also shows the effect on overall U.S. imports of goods, and on imports and exports of services. It is estimated that eliminating the FSC program would have caused goods imports to fall by \$0.9 billion in 1992. It would have caused the balance on services (exclusive of foreign investment income flows) to improve by \$0.6 billion in 1992.

Table 4-1

Estimated Effects on U.S. Trade in 1992 of Eliminating the FSC Program
(Monetary amounts are in millions of dollars)

Industry	Amount ^a	Percent ^a
Reduction in goods exports		
Agricultural products	10	^b
Other nonmanufactured products	-140	-1.9
Manufacturing:	1,600	0.4
Food	-10	0.1
Tobacco	70	1.4
Paper	60	0.6
Chemicals	100	0.2
Primary metals	-50	-0.3
Fabricated metals	^c	^b
Rubber and plastics	-30	-0.3
Lumber and wood	130	2.8
Nonelectrical machinery	700	1.0
Electrical machinery	700	1.5
Transportation equipment	-130	-0.2
Scientific and controlling instr.	170	0.7
Other manufacturing	-110	-0.2
Total	1,470	0.3
Other effects on U.S. trade		
Reduction in total goods imports	890	0.2
Increase in services exports (except income from U.S. investment abroad)	320	0.4
Increase in receipts of income from U.S. investments abroad	140	0.2
Reduction in services imports	120	0.2

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^a A negative sign denotes an increase in exports. ^b Less than 0.05 percent. ^c Less than \$0.5 million.

CHAPTER 5

THE EFFECTS OF FSCS ON U.S. TAX REVENUES

The revenue cost of the FSC program is estimated to be \$1,380 million for calendar year 1992. The revenue cost is estimated by increasing the taxable income of the U.S. shareholders by the amount of exempt FSC income attributable to them and using a tax calculator to determine their new U.S. tax liability. The estimate is based on the assumption that productive factors used to produce FSC exports would generate the same level of income in the absence of FSCs. For example, it is assumed that capital attracted to the export sector would earn an equivalent income elsewhere absent the program. This is generally consistent with assumptions used to produce revenue estimates.¹⁵ Table 5-1 presents the estimated revenue costs of FSCs for calendar and fiscal years 1992 through 1997. Estimates for years after 1992 are based on projections from 1992 data.

¹⁵ For a discussion of the standard revenue estimating conventions, see Howard W. Nester, "Interpreting the dynamic elements of revenue estimation," Compendium of Tax Research, Department of the Treasury (1987). Pp. 13-41.

Table 5-1

**Estimates of Revenue Costs of the FSC Provisions
(In millions of dollars)**

Year	Calendar year revenue cost ¹	Fiscal year revenue cost ²	Fiscal year outlay equivalent ³
1992	1,380	1,340	2,030
1993	1,490	1,446	2,190
1994	1,660	1,592	2,449
1995	1,790	1,740	2,676
1996	1,930	1,874	2,883
1997	2,080	2,020	3,108

Department of the Treasury
Office of Tax Analysis

Notes:

¹ Estimates for 1992 are based on the sample of FSC returns. Estimates for later years are projections based on the assumption that in the absence of the FSC provisions, export earnings would be taxed at the full corporate tax rate (34 percent prior to 1994 and 35 percent after 1994) and that FSC exports grew at an annual average of 8 percent.

² Fiscal year estimates are obtained by using the standard adjustment to translate calendar year corporate tax liabilities into fiscal year tax receipts.

³ The outlay equivalent is the amount of government expenditure that would provide the same after-tax benefit as the FSC program.

CHAPTER 6

GENERAL STATISTICAL INFORMATION¹⁶

Table 6-1 contains statistics on the operation of the FSC program in FSC year 1992. There were 3,073 returns filed for active FSCs in that year. The FSCs had total assets of \$17,999 million, net exempt income of \$4,058 million, net taxable income of \$2,304 million, and gross export receipts of \$152,263 million. All of the dollar figures are roughly double the values in 1987. As in 1987, the vast majority of the FSCs were located in U.S. possessions, and the U.S. Virgin Islands remained the most popular location.

Table 6-2 presents balance sheet statistics for FSCs. Total assets, commissions and accounts receivable, and total current and long-term liabilities all declined substantially from 1987 to 1992, probably reflecting a shift towards greater use of commission FSCs and away from buy-sell FSCs.

Table 6-3 shows foreign trading gross receipts, net taxable income, and net exempt income by the asset size of the FSC's corporate majority shareholder.¹⁷ The majority of foreign trade income and exempt foreign trade income accrues to FSCs owned by large corporations. For FSC year 1992, 78 percent of foreign trading gross receipts were generated by FSCs having majority corporate shareholders with more than \$250 million in total assets. These FSCs accounted for 81 percent of total FSC taxable income and for 72 percent of total FSC exempt income. About 66 percent of FSC income was tax exempt.¹⁸

Table 6-4 presents estimates of FSC benefits by major product class. FSC benefits are calculated by multiplying the corporate tax rate by the net exempt income of the FSC.

¹⁶ More complete and detailed data on the operation of the FSC program are provided in Daniel S. Holik, Foreign Sales Corporation Statistics for 1992, Statistics of Income (Summer 1997). pp. 114-131.

¹⁷ FSCs with no majority shareholder or with a non-corporate majority are included in the "All others" classification.

¹⁸ Total net income includes non-foreign trade income. Therefore, the percentage of FSC foreign trade income that is exempt from tax is slightly higher than the figures shown in the table. (Net non-foreign trade income was about 1 percent of total net income.)

FSC benefits as a percent of gross receipts averaged less than 1 percent for all products and services; the benefit ratio is slightly higher for nonmanufactured goods than for manufactured goods and ranged from .46 percent for primary metals to 1.75 percent for other manufacturing.

Table 6-5 shows statistics on FSC receipts, net taxable income and net exempt income by pricing method. Seventeen percent of gross receipts are from FSCs that used both the combined taxable income and gross receipts methods, 30 percent are from FSCs that used only the combined taxable income method, and 7 percent are from FSCs that used only the gross receipts method.

Table 6-1

Historical Statistics
(estimates in millions of dollars)

FSC year	1987	1992
Number of active returns, Total	2,613	3,073
U.S. Virgin Islands	1,688	2,021
Other U.S. Possessions	397	251
All other	528	801
Schedule P gross receipts, total	84,280	152,263
Nonmanufactured products and services	15,747	10,545
Manufactured products	73,734	136,287
Net taxable income	1,295	2,304
Nonmanufactured products and services	226	149
Manufactured products	1,176	2,076
Net exempt income	2,111	4,058
Nonmanufactured products and services	439	220
Manufactured products	1,891	3,615

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Table 6-2

**Balance Sheet Statistics
(in millions of dollars)**

FSC year	1987	1992
Total assets:	5,563	17,999
Nonmanufactured products	467	1,040
Manufactured products	5,096	16,927
Commissions and accounts Receivable:	45,799	11,754
Nonmanufactured products	3,626	916
Manufactured products	42,173	10,836
Total current and long- Term liabilities:	31,161	4,574
Nonmanufactured products	2,298	700
Manufactured products	28,863	3,972

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Table 6-3
Foreign Trading Gross Receipts, Net Taxable Income, and Net Exempt Income
by Asset Size of Corporate Major Shareholder, All Products and Services
(Monetary values in millions of dollars)

Asset Size of Corporate Majority Shareholder	Foreign Trading		Gross Receipts		Net Taxable Income		Net Exempt Income	
	<u>Number of Returns</u>		<u>Percent</u>		<u>Percent</u>		<u>Percent</u>	
	Number	Percent of Total	Amount	Percent of Total	Amount	Percent of Total	Amount	Percent of Total
All returns, 1987:	2,613	100.0	84,280	100.0	1,295	100.0	2,111	100.0
Assets over \$250 million 438	16.8	67,043	79.5	1,068	82.5	1,737	82.3	
All others	2,175	83.2	17,237	20.5	227	17.5	374	17.7
All returns, 1992:	3,073	100.0	152,263	100.0	2,304	100.0	4,508	100.0
Assets over \$250 million 612	19.9	118,808	78.0	1,857	80.6	3,234	71.7	
All others	2,461	80.1	33,455	22.0	447	19.4	1,274	28.3

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Table 6-4
Schedule P Gross Receipts, Net Taxable Income, and Net Exempt Income in 1992
by Major Product Class
(Monetary values in millions of dollars)

Major Product Class	Number of Returns	Schedule P Gross Receipts	Net Taxable Income	FSC Benefits	
				Net Exempt Income	as Percent of Gross Receipts
All products and services	3,073	152,263	2,304	4,058	0.93
Nonmanufactured prod. and serv.	365	15,747	226	439	0.98
Agricultural products	111	8,116	66	161	0.69
Other nonmanufacturing	254	7,631	160	278	1.28
Manufactured products	2,633	136,287	2,076	3,615	0.93
Food	149	5,702	64	156	0.96
Tobacco	12	7,424	136	254	1.20
Paper	47	5,232	50	92	0.61
Chemicals	233	29,285	357	661	0.79
Primary metals	75	1,610	12	21	0.46
Fabricated metals	156	2,433	56	66	0.95
Rubber and plastics	31	1,262	12	21	0.58
Lumber and wood	103	2,613	62	112	1.50
Nonelectrical machinery	493	29,758	496	822	0.97
Electrical machinery	539	21,121	401	659	1.09
Transportation equipment	226	18,125	229	327	0.63
Scientific and controlling instr.	278	7,850	123	230	1.03
Other manufacturing	291	3,872	78	194	1.75

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Table 6-5
Schedule P Gross Receipts, Net Taxable Income, and Net Exempt Income
by Pricing Method
(estimates in millions of dollars)

<u>Method</u>	<u>Number of</u> <u>Returns</u>	<u>Gross</u> <u>Receipts</u>	<u>Net Taxable</u> <u>Income</u>	<u>Net Exempt</u> <u>Income</u>	<u>Income as Percent</u> <u>of Receipts</u>	<u>Pricing</u>
FSC year 1987:						
All returns	2,613	84,280	1,295	2,111	4	
Gross receipts only	384	8,104	46	95	2	
Combined taxable income only	1,412	21,702	405	718	5	
Section 482 method only	188	2,607	105	102	8	
Gross receipts and combined taxable income only	317	51,270	711	1,148	4	
All other combinations	312	597	27	47	14	
FSC year 1992:						
All returns	3,073	152,263	2,304	4,058	4	
Gross receipts only	512	11,286	51	127	6	
Combined taxable income only	1,658	45,479	745	1,360	5	
Section 482 method only	282	1,451	58	100	11	
Gross receipts and combined taxable income only	400	88,219	1,365	2,340	4	
All other combinations	194	5,828	85	131	4	

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Note: The category “all other combinations” includes the returns on which the transfer pricing method either was not reported or was reported incorrectly.

APPENDIX A

DEFINITION OF TERMS

Schedule P gross receipts. This variable represents export sales. If the special administrative pricing rules were used, it is measured as the gross receipts from Schedule P of Form 1120-FSC. If arm's length pricing was used, it is taken from schedule B, line 6(a) and Schedule F line 1 on the same form.

Foreign trading gross receipts. This variable is the gross receipts of a FSC which are attributable to exports of eligible goods and services. It is given on line 6(a), column (a) or column (b), Schedule B on Form 1120-FSC.

Foreign trade income. This variable is the gross income of the FSC attributable to foreign trading gross receipts. It includes both profits earned by the FSC itself and commissions earned by the FSC from products or services exported by others. It is reported on line 8, column (a) or (b), on Form 1120-FSC.

Net taxable income. This variable is net income before operating loss deductions and special deductions. It is reported on Form 1120-FSC, Schedule B, Part II, line 18.

Net exempt income. This variable is the amount of export income that is exempt from U.S. income taxes. It is equal to exempt foreign trade income after deductions. Exempt foreign trade income before deductions appears on Schedule B, line 10, columns (a) plus (b) on Form 1120-FSC. Allowable deductions from exempt foreign trade income are reported on Schedule G, line 17, column (a) plus column (b).

FSC year 1992. Data for FSC year 1992 covers accounting periods ending between July 1, 1992, and June 30, 1993.

APPENDIX B

SAMPLING PROCEDURE

The data in this report are derived from a stratified random sample of FSC returns. The sample includes Form 1120-FSC returns for FSCs with accounting periods ending between July 1, 1992 and June 30, 1993. The data exclude returns from FSCs that were inactive (reported no receipts, deductions, income, or distributions). There were 917 returns in the sample and these returns were weighted to reflect a population that is estimated to contain 3,600 FSCs (including inactive FSCs).

The product and services classifications generally are based on information supplied by the taxpayer on Schedule P of Form 1120-FSC, but the Staff of the Statistics of Income Division of the Internal Revenue Service reviewed the taxpayer classification for consistency with other information supplied on the form, such as the type of income reported on Schedule B. The product or industry code represents the principal business activity (the activity accounting for the largest portion of gross receipts of the FSC and its related supplier) of the FSC filing the return.

APPENDIX C

EQUATIONS FOR ESTIMATING THE TRADE EFFECTS¹⁹

This appendix describes the equations used to calculate the annual effect on exports in the medium term (a period of several years) if the FSC provisions were eliminated. If all the tax savings are passed through to foreign customers (that is, the export supply curve is horizontal) the direct effect of eliminating the FSC provisions would be to raise the average price of the exports by the proportional amount equal to the cash payment needed to provide the same after-tax benefit as the FSC tax saving divided by the value of exports. A smaller price change results if the export supply is less than perfectly elastic. In this case, the price change is given as

$$dP_i = Y_i S_i / EG_i (Y_i - X_i) \quad (1C)$$

where dP is the proportional change in the average price of exports, Y is the elasticity of the U.S. export supply in the industry, S is the cash payment needed to provide the same after-tax benefit as the FSC program to firms in the industry, EG is the dollar value of industry exports, X is the elasticity of the foreign demand for those exports (a negative number), and the subscript denotes the industry.

The change in the dollar value of exports (dEG) after accounting for the response of the exchange rate is given as

$$dEG_i = (X_i + 1)EG_i dP_i - eEG_i X_i Y_i / (Y_i - X_i), \quad (2C)$$

where e is the proportional change in the exchange rate (defined as the dollar price per unit of foreign exchange). If the supply curve is infinitely elastic, equation (2C) simplifies to

¹⁹ The model presented here is the same as that used in Treasury's first FSC report, The Operation and Effect of the Foreign Sales Corporation Legislation, July 1, 1985 to June 30, 1987, (January 1993). It was also by the International Trade Commission in its study, The Economic Effects of Significant Import Restraints, Phase I: Manufacturing, (October 1989). Similar models have been used to examine the trade consequences of other tax changes. See, for example, Jane G. Gravelle, "International tax competition: Does it make a difference for tax policy?" *National Tax Journal*, Vol. 39 (September 1986). pp. 375-384; and Donald J. Rousslang, "The effects of recent corporate tax changes on U.S. international trade," *National Tax Journal*, Vol. 40 (December 1987). pp 603-615.

$$dEG_i = X_i EG_i (dP_i - e) + EG_i dP_i. \quad (3C)$$

The term $(dP_i - e)$ is the proportional change in price of the exports after the exchange rate change. For example, an increase of one percent in the dollar price of the export and an increase of one percent in the dollar price of foreign currency would cancel each other and leave the foreign currency price unchanged. Because the foreign currency price is unchanged, foreign customers are unaffected, and the volume and foreign currency value of U.S. exports are unchanged. The dollar price of the exports rises, however, so the dollar value of the exports also rises.

The dollar value of goods imports is also affected by the exchange rate change. Assuming the supply curve for imports is horizontal, the change is given as

$$dIG = eIG(M + 1) \quad (4C)$$

where IG is the initial dollar value of goods imports and M is the price elasticity of U.S. import demand (a negative number).

For services exports whose value is largely fixed in terms of foreign exchange (such as profits from U.S. investment overseas), we have

$$dES_f = eES_f, \quad (5C)$$

where ES_f is the initial dollar value of these exports and dES_f is the change in this value. For services exports that are responsive to changes in the exchange rate, such as tourism and transportation services, the change in dollar value is given as

$$dES_r = X_r e ES_r, \quad (6C)$$

where dES_r is the change in the dollar value of these exports, X_r is the elasticity of foreign demand for them and ES_r is their initial dollar value. (The supply curve for these services is assumed to be horizontal.)

For services imports whose dollar value is fixed, we have

$$dIS_f = 0. \quad (7C)$$

For services imports that are responsive to changes in the exchange rate, such as tourism and transportation services, we have

$$dIS_r = (M_r + 1)eIS_r, \quad (8C)$$

where M_r is the elasticity of demand for the responsive imports, dIS_r is the change in their dollar value, and IS_r is their initial dollar value. (The supply curve for these services is also assumed to be horizontal.) Assuming there is no change in capital flows, the balance-of-payments constraint forces the dollar value of the balance on trade in goods and services to sum to zero, or

$$\sum_i dEG_i - dIG + dES_f + dES_r - dIS_f - dIS_r = 0. \quad (9C)$$

Substituting into equation (9C) from (2C) through (8C) and solving for e yields

$$e = \frac{\sum_i (X_i + 1) dP_i EG_i / \sum_i EG_i X_i Y_i / (Y_i - X_i) + (M + 1) IG - ES_f + X_r ES_r + (M_r + 1) IS_r}{\sum_i (X_i + 1) dP_i EG_i / \sum_i EG_i X_i Y_i / (Y_i - X_i)} \quad (10C)$$

After solving for e , its value is used in equations (2C) through (8C) to solve for the changes in exports and imports. Table C-1 shows the elasticities used for the calculations.

Table C-1, Trade Elasticities
Elasticities of foreign demand for U.S. exports (X_i)

<u>Industry</u>	<u>Elasticity</u>
Agricultural products	-3.5
Other nonmanufactured products	-2.0
Manufacturing	
Food	-1.6
Tobacco	-1.6
Paper	-3.8
Lumber and wood	-3.8
Rubber and plastics	-3.8
Chemicals	-1.7
Primary metals	-1.9
Fabricated metals	-3.8
Nonelectrical machinery	-3.8
Electrical machinery	-4.1
Transportation equipment	-3.8
Scientific instruments	-3.8
Other manufacturing	-2.0

Other elasticities

Elasticity of supply of U.S. agricultural exports = 3.0
 Elasticity of supply for all other U.S. exports is infinite
 Elasticity of demand for U.S. services exports (X_r) = -2.0
 Elasticity of demand for U.S. services imports (M_r) = -2.0
 Elasticity of U.S. import demand (M) = -2.0

Note:

Values for X_i are based on the a priori estimates used by Margaret Buckler and Clopper Almon, "Imports and exports in an input-output model," American Statistical Proceedings, (1972). The value for the remaining demand elasticities represents a subjective average of the demand elasticities in Buckler and Almon, and in Robert Stern, Jonathan Francis and Bruce Schumacher, Price Elasticities in International Trade, London: The Macmillan Press (1976). The elasticity of the U.S. supply of agricultural exports is based on the study by Rod Tyers and Kym Anderson, "Price elasticities in international food trade: synthetic estimates from a global model," *Journal of Policy Modeling*, Vol. 11 (Fall 1989). pp. 315-344.

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APPENDIX D

COPIES OF TAX FORMS

Form	1120-FSC	U.S. Income Tax Return of a Foreign Sales Corporation		OMB No. 1545-0935	
Department of the Treasury Internal Revenue Service		For calendar year 1995 or other tax year beginning , 1995, and ending , 1995			
		1995			
		See separate instructions. Please type or print.			
A Country or U.S. possession of incorporation (See page 5 of the instructions.)		Name		C Employer identification number	
B Check type of election made: <input type="checkbox"/> FSC <input type="checkbox"/> Small FSC Enter the effective date of the election:		Number, street, and room or suite no. (See page 5 of the instructions.)		D Date incorporated	
		City or town, state, ZIP code, or country		E Total assets (See page 6 of the instructions.) \$	
F Check applicable boxes: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Change of address (4) <input type="checkbox"/> Amended return					
1 Principal shareholder. Complete for the shareholder that at the beginning of the FSC tax year was the principal shareholder. If two or more shareholders own equal amounts of stock, complete for the shareholder that has the same tax year as the FSC. (See page 6 of the instructions.)					
a Name				b Identifying number	
c Address (number, street, and room or suite no., city or town, state, ZIP code, or country)				d Total assets (corporations only) \$	
e Percentage of voting stock of the principal shareholder		f Tax year ends (month and year)		g Service Center where return is filed	
				h Foreign owner (check one) <input type="checkbox"/> Yes <input type="checkbox"/> No	
2 Parent-subsidiary controlled group. Is the FSC a subsidiary in a parent-subsidiary controlled group? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," and the principal shareholder (described in 1 above) is not the common parent of the group, complete lines 2a through 2g below for the common parent. (See page 6 of the instructions.)					
a Name of common parent				b Identifying number	
c Address (number, street, and room or suite no., city or town, state, ZIP code, or country)				d Total assets (consolidated, if applicable) \$	
e Percentage of voting stock of the common parent		f Tax year ends (month and year)		g Service Center where return is filed	
3 Administrative pricing rules					
a Check the appropriate box(es) to indicate the pricing rule(s) used in determining the taxable income on transactions resulting in foreign trading gross receipts. (1) <input type="checkbox"/> 1.83% of foreign trading gross receipts (2) <input type="checkbox"/> 23% of combined taxable income (3) <input type="checkbox"/> Marginal costing (4) <input type="checkbox"/> Section 482 method (5) <input type="checkbox"/> Transactions at arm's length with unrelated supplier(s)					
b Check the box if the FSC and the related supplier(s) have met the payment requirements of Temporary Regulations section 1.925(a)-1T(b)(2)(ii) and they elect to use the administrative pricing rules <input type="checkbox"/>					
Tax and Payments					
1 Total tax (Schedule J, line 8)				1	
2 Payments:					
a 1994 overpayment credited to 1995		2a			
b 1995 estimated tax payments		2b			
c Less 1995 refund applied for on Form 4466		2c ()		d Bal 2d	
e Tax deposited with Form 7004				2e	
f Credit for Federal tax paid on fuels (attach Form 4136).				2f	
g U.S. income tax paid or withheld at source (attach Form 1042-S)				2g	
h Add lines 2d through 2g				2h	
3 Estimated tax penalty (See page 6 of the instructions). Check if Form 2220 is attached. <input type="checkbox"/>				3	
4 Tax due. If line 2h is smaller than the total of lines 1 and 3, enter amount owed				4	
5 Overpayment. If line 2h is larger than the total of lines 1 and 3, enter amount overpaid				5	
6 Enter amount of line 5 you want: Credited to 1996 estimated tax ▶ Refunded ▶				6	
Please Sign Here		Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
		Signature of officer		Date	
				Title	
Paid Preparer's Use Only		Preparer's signature ▶		Date	
		Firm's name (or yours if self-employed) and address ▶		Check if self-employed <input type="checkbox"/>	
				Preparer's social security no.	
				EIN ▶	
				ZIP code ▶	
For Paperwork Reduction Act Notice, see separate instructions.					
Cat. No. 11531K					
Form 1120-FSC (1995)					

Schedule A Cost of Goods Sold Related to Foreign Trading Gross Receipts (See page 6 of the instructions.)

	(a) Using administrative pricing rules	(b) Not using administrative pricing rules
1 Inventory at beginning of year	1	
2 Purchases	2	
3 Cost of labor	3	
4 Additional section 263A costs (attach schedule)	4	
5 Other costs (attach schedule)	5	
6 Total. Add lines 1 through 5	6	
7 Inventory at end of year	7	
8 Cost of goods sold. Subtract line 7 from line 6. Enter here and on line 7 of Schedule B. Small FSCs, see instructions for Schedule A	8	

9a Check all methods used for valuing closing inventory: **(1)** ☐ Cost as described in Regulations section 1.471-3
(2) ☐ Lower of cost or market as described in Regulations section 1.471-4
(3) ☐ Other (Specify method used and attach explanation.) ►

b Check if there was a writedown of subnormal goods as described in Regulations section 1.471-2(c) ► ☐

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ► ☐

d If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO **9d** _____

e Do the rules of section 263A (for property produced or acquired for resale) apply to the FSC? ☐ Yes ☐ No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If "Yes," attach explanation ☐ Yes ☐ No

Additional Information (See page 7 of the instructions.) **Note:** *Small FSCs, skip questions 7g, 8, and 9.*

	Yes	No
1 See page 12 of the instructions and enter the principal: a Business activity code no. ►		
b Business activity ► c Product or service ►		
2 Enter the amount of tax-exempt interest received or accrued during the tax year ► \$ _____		
3 Was the FSC at any time during the tax year engaged in a trade or business in the U.S.?		
4 Is the FSC a foreign personal holding company or a personal holding company? (See page 7 of the instructions.)		
5 Check if the FSC has an NOL for the tax year and is electing under sec. 172(b)(3) to forego the carryback period ► <input type="checkbox"/>		
6 Enter the available NOL carryover from prior tax years. (Do not reduce it by any deduction in Schedule B, Part II, line 19a.) ► \$ _____		
7 FSC qualification requirements (See pages 1 and 2 of the instructions.):		
a Enter the largest number of shareholders the FSC had at any time during the tax year ►		
b Did the FSC have any preferred stock outstanding at any time during the tax year?		
c During the tax year, did the FSC maintain an office in a qualifying foreign country or U.S. possession in which a complete set of books and records was maintained? (See page 1 of the instructions.)		
d During the tax year, did the FSC maintain the records required under section 6001 at a location within the U.S.?		
e At all times during the tax year, did the FSC have at least one non-U.S. resident on its board of directors?		
f Small FSCs: Check the applicable box if during the tax year the small FSC was a member of a controlled group of corporations that included a <input type="checkbox"/> DISC or a <input type="checkbox"/> FSC.		
g Check the applicable box if during the tax year the FSC was a member of a controlled group of corporations that included a <input type="checkbox"/> DISC or a <input type="checkbox"/> small FSC.		
8 Foreign management requirements (not for small FSCs):		
a Did all formally convened meetings of the board of directors and of the shareholders occur outside the U.S.?		
b (1) Were all cash dividends, legal and accounting fees, salaries of officers, and salaries or fees of members of the board of directors disbursed from bank accounts maintained outside the U.S.? (If "Yes," these accounts are considered to be the FSC's principal bank accounts.)		
(2) At all times during the tax year, did the FSC maintain its principal bank accounts in a qualifying foreign country or U.S. possession? (See page 2 of the instructions.)		
Name of bank(s) ► Account number(s) ►		
9 Foreign economic process requirements (not for small FSCs):		
a Check the applicable box to make the annual election to group sales activities (Regulations section 1.924(d)-1(c)(5)): <input type="checkbox"/> Customer grouping <input type="checkbox"/> Contract grouping <input type="checkbox"/> Product or product line grouping <input type="checkbox"/> Product or product line subgroupings		
b Check the applicable box(es) to indicate how the FSC met the foreign direct costs requirement: (See page 2 of the instructions.) <input type="checkbox"/> The FSC (or any person under contract with the FSC) met the 50% test of section 924(d)(1). <input type="checkbox"/> The FSC (or any person under contract with the FSC) met the alternative 85% test of section 924(d)(2). Check to indicate the activity number listed in section 924(e) for which this alternative test was met: (1) <input type="checkbox"/> (2) <input type="checkbox"/> (3) <input type="checkbox"/> (4) <input type="checkbox"/> (5) <input type="checkbox"/>		
c If box (5) in Item 9b is checked, enter which of the five methods listed in Regulations section 1.924(e)-1(e)(1) (i) through (v) describes how the risk is to be borne by the FSC ►		
d Check the applicable box to elect under Regulations section 1.924(d)-1(e) to group foreign direct costs on one of the following bases: <input type="checkbox"/> Customer grouping <input type="checkbox"/> Contract grouping <input type="checkbox"/> Product or product line grouping		

Schedule B Taxable Income or (Loss) (See page 7 of the instructions.)**Part I—Net Income Attributable to Nonexempt Foreign Trade Income**

		(a) Using administrative pricing rules		(b) Not using administrative pricing rules	
1	Sale, exchange, or other disposition of export property. (Enter 50% of military property sales. Enter the other 50% on Schedule F, line 1.)	1			
2	Lease or rental of export property for use outside the U.S.	2			
3	Services related and subsidiary to:				
a	Sale, exchange, or other disposition of export property. (Enter 50% of services related to the sale or other disposition of military property. Enter the other 50% on Schedule F, line 1.)	3a			
b	Lease or rental of export property	3b			
4	Engineering or architectural services for construction projects outside the U.S.	4			
5	Managerial services for an unrelated FSC or DISC	5			
6	Total foreign trading gross receipts:	6a			
a	Add lines 1 through 5. (Small FSCs, complete lines 6b through 6h.)	6a			
b	Small FSC limitation (section 924(b)(2)(B))	6b	\$5,000,000	00	
c	Controlled group member's share of line 6b	6c			
d	Enter 1. (For a short tax year: Divide the number of days in the short tax year by the number of days in the full tax year, and enter as a decimal less than 1.00000.)	6d			
e	Multiply line 6b or line 6c (whichever applies) by line 6d	6e			
f	Enter the total of line 6a, columns (a) and (b). (If commission income is included on line 6a, see special computation rule in the instructions for line 6f.)	6f			
g	Enter the smaller of line 6e or line 6f	6g			
Note: If line 6f exceeds line 6e, enter the excess on line 7 of Schedule F. See the instructions for line 6h if commission income is involved.					
h	Allocate the amount from line 6g to columns (a) and (b).	6h			
7	Cost of goods sold (Schedule A, line 8). (Small FSCs, enter only the part of cost of goods sold from the receipts on line 6h above. See instructions for Schedule A on page 6.)	7			
8	Foreign trade income. Subtract line 7 from line 6a or line 6h (whichever applies)	8			
9a	Exemption percentage from Schedule E, line 3d	9a		%	
b	Exemption percentage from Schedule E, line 2d	9b			%
10	Exempt foreign trade income. Multiply line 8 (column (a)) by line 9a and line 8 (column (b)) by line 9b	10			
11	Nonexempt foreign trade income. Subtract line 10 from line 8	11			
12	Deductions attributable to nonexempt foreign trade income. Enter amount from Schedule G, line 18	12			
13	Net income attributable to nonexempt foreign trade income. Subtract line 12 from line 11	13			
14	Net income attributable to nonexempt foreign trade income from Schedule F, line 6	14			
15	Total net income attributable to nonexempt foreign trade income. Add lines 13 and 14	15			

Part II—Taxable Income or (Loss)

16	Taxable income from foreign trade income. Enter total of line 15, columns (a) and (b), minus any nontaxable income included in line 15, column (b). Attach a schedule that shows the computation of the taxable part of line 15, column (b).	16			
17	Taxable nonforeign trade income from Schedule F, line 19	17			
18	Taxable income or (loss) before net operating loss deduction and dividends-received deduction. Add lines 16 and 17.	18			
19a	Net operating loss deduction (attach schedule)	19a			
b	Dividends-received deduction (attach schedule)	19b			
c	Add lines 19a and 19b.	19c			
20	Taxable income or (loss). Subtract line 19c from line 18. (See instructions for Schedule J on page 10 to figure the tax on this income.)	20			

Schedule E Percentages Used in Figuring Exempt Foreign Trade Income—Sections 923(a)(2) and (3), and 291(a)(4)
(See page 8 of the instructions.)

Note: If all shareholders of the FSC are C corporations, enter .30000 on line 2d and .65217 on line 3d and skip all other lines.
If all shareholders are other than C corporations, enter .32000 on line 2d and .69565 on line 3d and skip all other lines.

1	Percentage (round to five decimal places) of voting stock owned by shareholders that are C corporations	1	
2	Exemption percentage for foreign trade income determined without regard to administrative pricing rules:		
a	Difference between section 923(a)(2) and section 291(a)(4)(A) percentage	2a	.02000
b	Section 923(a)(2) percentage	2b	.32000
c	Multiply line 1 by line 2a	2c	
d	Exemption percentage. Subtract line 2c from line 2b. Enter here and on Schedule B, line 9b, and on Schedule G, line 16b	2d	
3	Exemption percentage for foreign trade income determined under administrative pricing rules:		
a	Difference between section 923(a)(3) fraction and section 291(a)(4)(B) fraction (16/23 – 15/23 = 1/23) shown as a decimal	3a	.04348
b	Section 923(a)(3) fraction (16/23) shown as a decimal	3b	.69565
c	Multiply line 1 by line 3a	3c	
d	Exemption percentage. Subtract line 3c from line 3b. Enter here and on Schedule B, line 9a, and on Schedule G, line 16a	3d	

Schedule F Net Income from Nonexempt Foreign Trade Income and Taxable Nonforeign Trade Income
(See page 8 of the instructions.)

Part I—Net Income from Nonexempt Foreign Trade Income

	(a) Using administrative pricing rules		(b) Not using administrative pricing rules	
1	Enter 50% of total receipts from the sale, exchange, or other disposition of military property and related services. Note: Enter the other 50% on lines 1 and 3a of Schedule B	1		
2	International boycott income	2		
3	Illegal bribes and other payments	3		
4	Total. Add lines 1, 2, and 3	4		
5	Enter cost of goods sold and other costs related to above income (attach schedule)	5		
6	Net income from nonexempt foreign trade income. Subtract line 5 from line 4. Enter here and on Schedule B, line 14, columns (a) and (b)	6		

Part II—Taxable Nonforeign Trade Income

7	Small FSCs: If line 6f of Schedule B exceeds line 6e of Schedule B, enter the excess. (Include the deduction for cost of goods sold attributable to the excess on line 18 below.)	7	
8	Interest income	8	
9	Dividend income (attach schedule—see page 8 of the instructions)	9	
10	Carrying charges	10	
11	Royalties	11	
12	Other investment income	12	
13	Receipts excluded under section 924(f) on basis of use, subsidized receipts, and receipts from related parties.	13	
14	Income from excluded property under sections 927(a)(2) and (3)	14	
15	Income from transactions that did not meet the Foreign economic process requirements (page 2, item 9 of Additional Information). (See Foreign Trading Gross Receipts on page 2 of the instructions.)	15	
16	Other income	16	
17	Total. Add lines 7 through 16	17	
18	Enter deductions allocated or apportioned to line 17 income (attach schedule)	18	
19	Taxable nonforeign trade income. Subtract line 18 from line 17. Enter here and on Schedule B, line 17	19	

Schedule G Deductions Allocated or Apportioned to Foreign Trade Income Other than Foreign Trade Income Reported on Schedule F (See instructions on page 9 for limitations before completing lines 1 through 14.)

	(a) Using administrative pricing rules		(b) Not using administrative pricing rules	
1 Foreign direct costs:				
a Advertising and sales promotion (section 924(e)(1))	1a			
b Certain processing and arranging costs (section 924(e)(2))	1b			
c Certain transportation costs (section 924(e)(3))	1c			
d Certain determination and transmittal costs (section 924(e)(4))	1d			
e Assumption of credit risk (section 924(e)(5))	1e			
f Total. Add lines 1a through 1e	1f			
2 Advertising	2			
3 Interest	3			
4 Depreciation from Form 4562 (less any depreciation claimed elsewhere on this return) (attach Form 4562)	4			
5 Salaries and wages	5			
6 Rents	6			
7 Sales commissions	7			
8 Warehousing	8			
9 Freight	9			
10 Compensation of officers	10			
11 Bad debts (See page 10 of the instructions.)	11			
12 Pension, profit-sharing, etc., plans	12			
13 Employee benefit programs	13			
14 Other deductions (attach list)	14			
15 Total. Add lines 1f through 14	15			
16a Exemption percentage from Schedule E, line 3d	16a		%	
b Exemption percentage from Schedule E, line 2d	16b			%
17 Deductions attributable to exempt foreign trade income. Multiply line 15, column (a) by line 16a and line 15, column (b) by line 16b	17			
18 Deductions attributable to nonexempt foreign trade income other than foreign trade income reported on Schedule F. Subtract line 17 from line 15. Enter here and on Schedule B, line 12, columns (a) and (b)	18			

Schedule J Tax Computation (See page 10 of the instructions.)

1 Check if the FSC is a member of a controlled group (see section 927(d)(4)) <input type="checkbox"/>		
Important: Members of a controlled group, see page 10 of the instructions.		
2a If the box on line 1 is checked, enter the FSC's share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order):		
(1) \$	(2) \$	(3) \$
b Enter the FSC's share of:		
(1) Additional 5% tax (not more than \$11,750)	\$	
(2) Additional 3% tax (not more than \$100,000)	\$	
3 Income tax. Check this box if the FSC is a qualified personal service corporation as defined in section 448(d)(2). (See page 11 of the instructions.) <input type="checkbox"/>	3	
4 Foreign tax credit (attach Form 1118)	4	
5 Subtract line 4 from line 3	5	
6 Personal holding company tax (attach Schedule PH (Form 1120))	6	
7a Alternative minimum tax (attach Form 4626)	7a	
b Environmental tax (attach Form 4626)	7b	
8 Total tax. Add lines 5 through 7b. Enter here and on line 1, page 1	8	

Schedule L Balance Sheets		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash				
2a	Trade notes and accounts receivable				
b	Commissions receivable				
c	Less allowance for bad debts	()		()	
3	Inventories				
4	U.S. government obligations				
5	Tax-exempt securities (See page 11 of the instructions.)				
6	Other current assets (attach schedule)				
7	Loans to stockholders				
8	Mortgage and real estate loans				
9	Other investments (attach schedule)				
10a	Buildings and other depreciable assets				
b	Less accumulated depreciation	()		()	
11a	Depletable assets				
b	Less accumulated depletion	()		()	
12	Land (net of any amortization)				
13a	Intangible assets (amortizable only)				
b	Less accumulated amortization	()		()	
14	Other assets (attach schedule)				
15	Total assets				
Liabilities and Stockholders' Equity					
16	Accounts payable				
17	Mtges., notes, bonds payable in less than 1 year				
18	Transfer prices payable				
19	Other current liabilities (attach schedule)				
20	Loans from stockholders				
21	Mtges., notes, bonds payable in 1 year or more				
22	Other liabilities (attach schedule)				
23	Capital stock				
24	Paid-in or capital surplus				
25	Retained earnings—Appropriated (attach schedule)				
26	Retained earnings—Unappropriated				
27	Less cost of treasury stock		()		()
28	Total liabilities and stockholders' equity				

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return (See page 11 of the instructions.)

1	Net income (loss) per books		7	Income recorded on books this year not included on this return (itemize):	
2	Federal income tax		a	Tax-exempt interest \$	
3	Excess of capital losses over capital gains		b	Exempt foreign trade income \$	
4	Income subject to tax not recorded on books this year (itemize):				
5	Expenses recorded on books this year not deducted on this return (itemize):		8	Deductions on this return not charged against book income this year (itemize):	
a	Depreciation \$			Depreciation \$	
b	Deductions attributable to exempt foreign trade income \$				
c	Travel and entertainment \$		9	Add lines 7 and 8	
			10	Taxable income (line 18, Schedule B)—line 6 less line 9	
6	Add lines 1 through 5				

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Line 26, Schedule L)

1	Balance at beginning of year		5	Distributions: a Cash	
2	Net income (loss) per books			b Stock	
3	Other increases (itemize):			c Property	
			6	Other decreases (itemize):	
4	Add lines 1, 2, and 3		7	Add lines 5 and 6	
			8	Balance at end of year (line 4 less line 7)	



1996



Department of the Treasury
Internal Revenue Service

Instructions for Form 1120-FSC

U.S. Income Tax Return of a Foreign Sales Corporation

Section references are to the Internal Revenue Code unless otherwise noted.

Paperwork Reduction Act Notice.— We ask for the information on this form to carry out the Internal Revenue laws of the United States. You are required to give us the information. We need it to ensure that you are complying with these laws and to allow us to figure and collect the right amount of tax.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. Generally, tax returns and return information are confidential, as required by section 6103.

The time needed to complete and file this form and related schedule will vary depending on individual circumstances. The estimated average times are:

Form	Recordkeeping	Learning about the law or the form	Preparing and sending the form to the IRS
1120-FSC	91 hr., 50 min.	17 hr., 42 min.	35 hr., 34 min.
Sch. P (1120-FSC)	9 hr., 34 min.	1 hr., 29 min.	1 hr., 43 min.

If you have comments concerning the accuracy of these time estimates or suggestions for making this form and related schedule simpler, we would be happy to hear from you. You can write to the Tax Forms Committee, Western Area Distribution Center, Rancho Cordova, CA 95743-0001. **DO NOT** send the tax form to this office. Instead, see **Where To File** on page 3.

Changes To Note

The Small Business Job Protection Act of 1996 (Act) made changes to the tax law for corporations. These and other changes are highlighted below.

- If a FSC's total deposits of social security, Medicare, and withheld income taxes were more than \$50,000 in 1995, it must make electronic deposits for all depository tax liabilities that occur after June 30, 1997. For details, see **Depository Method of Tax Payment** on page 3 for details.
- The Act modified the definition of section 179 property, classified gas station convenience stores as 15-year property, provided a new 25-year recovery period for water utility property, and added new rules for property depreciated under the income forecast method. For details, see **Form 4562**, Depreciation and Amortization.

The Health Insurance and Portability Act of 1996 changed the rules for deducting interest on loans for company-owned life insurance. Generally, no deduction is allowed for interest paid or accrued after October 13, 1995, on any amount of debt incurred with respect to company-owned life insurance policies, annuities, or endowment contracts that cover corporate officers or employees (or any person who has a financial interest in the FSC). Exceptions and phase-in rules apply. See Act section 501.

Unresolved Tax Problems

The Problem Resolution Program is for taxpayers that have been unable to resolve their problems with the IRS. If the FSC has a tax problem it cannot clear up through normal channels and maintains an office in the United States, write to the FSC's local District Director or call the FSC's local IRS office and ask for Problem Resolution assistance. Persons who

have access to TTY/TDD equipment may call 1-800-829-4059 to ask for help from Problem Resolution. This office cannot change the tax law or make technical decisions, but it can help you clear up problems that resulted from previous contact.

How To Get Forms and Publications

By personal computer.— If you subscribe to an on-line service, ask if IRS information is available and, if so, how to access it. Tax forms, instructions, publications, and other IRS information are available through the Internal Revenue Information Service (IRIS), on FedWorld, a government bulletin board. The IRIS menus offer information on available file formats and software needed to read and print files. You must print the forms to use them; the forms are not designed to be filled out on-screen.

IRIS is directly accessible by modem at 703-321-8020. On the Internet, telnet to iris.irs.ustreas.gov or, for file transfer protocol services, connect to ftp.irs.ustreas.gov. If you are using the World Wide Web, connect to <http://www.irs.ustreas.gov>. FedWorld's help desk offers technical assistance on accessing IRIS (not tax help) during regular business hours at 703-487-4608.

Tax forms, instructions, and publications are also available on CD-ROM, including prior-year forms starting with the 1991 tax year. For ordering information and software requirements, contact the Government Printing Office's Superintendent of Documents (202-512-1800) or Federal Bulletin Board (202-512-1387).

By phone and in person.— To order forms and publications, call 1-800-TAX-FORM (1-800-829-3676). You can also get most forms and publications at your local IRS office.

General Instructions

Purpose of Form

Use Form 1120-FSC to report income, gains, losses, deductions, and credits of a FSC. It is also used to figure the FSC's income tax liability or to claim a refund.

Definition of a FSC

Section 922(a) defines a FSC as a corporation that has met **all** of the following tests:

1. It must be a corporation created or organized under the laws of a qualifying foreign country or a U.S. possession.

A qualifying foreign country is a foreign country that meets the exchange of information requirements of section 927(e)(3)(A) or (B). The following income tax treaty jurisdictions have met these requirements: Australia, Austria, Barbados, Belgium, Bermuda, Canada, Costa Rica, Cyprus, Denmark, Dominica, Dominican Republic, Egypt, Finland, France, Germany, Grenada, Guyana, Honduras, Iceland, Ireland, Jamaica, Korea, Malta, Marshall Islands, Mexico, Morocco, the Netherlands, New Zealand, Norway, Pakistan, Peru, Philippines, St. Lucia, Sweden, and Trinidad and Tobago.

All U.S. possessions other than Puerto Rico are also certified as having met the requirements of section 927(e)(3)(A) or (B). A U.S. possession as defined in section 927(d)(5) includes Guam, American Samoa, the Commonwealth of the Northern Mariana Islands, and the U.S. Virgin Islands.

2. It must have no more than 25 shareholders at any time during the tax year.
3. It must not have preferred stock outstanding at any time during the tax year.
4. During the tax year, it must maintain an office in a qualifying foreign country or U.S. possession (defined above) and maintain a set of permanent books of account (including invoices) at that office. It must also maintain at a U.S. location the books and records required under section 6001 to sufficiently establish the amount of gross income, deductions, credits, or other matters required to be shown on its tax return.
5. At all times during the tax year, it must have at least one director who is not a resident of the United States.
6. It must not be a member, at any time during the tax year, of a controlled group of which a DISC is a member.
7. Its tax year must be the tax year of the principal shareholder who, at the beginning of the FSC's tax year, has the highest percentage of voting power. If two or more shareholders have the highest percentage of voting power, the FSC must elect a tax year that conforms to any one tax year of the principal shareholders. See section 441(h).
8. It must have elected to be a FSC or a small FSC (defined on page 2) by filing **Form 8279**, Election To Be Treated as a FSC or as a Small FSC, as provided in section 927(f)(1).

Also, it must have kept the election in effect for the tax year.

Small FSC.— Section 922(b) defines a small FSC as a corporation that (1) has elected small FSC status (by filing Form 8279 as provided in section 927(f)(1)) and has kept it in effect for the tax year; and (2) is not a member, at any time during the tax year, of a controlled group that includes a FSC (unless that other FSC is also a small FSC).

A small FSC is exempt from the foreign management and foreign economic process requirements (see the instructions for **Foreign Management Requirements** and **Foreign Economic Process Requirements** below) regarding its eligibility to treat a portion of its income as foreign trading gross receipts. Generally, any foreign trading gross receipts of a small FSC for the tax year that exceed \$5 million are not to be considered in determining its exempt foreign trade income. The \$5 million limit is reduced if the small FSC has a short tax year and it may be reduced if the small FSC is a member of a controlled group that contains other small FSCs. See Regulations section 1.921-2(b) for more information.

Special Tax Treatment of a FSC

A FSC is not taxed on its **exempt foreign trade income**. Section 923 defines exempt foreign trade income as the gross income of a FSC from foreign trading gross receipts (defined below). The percentage of foreign trade income exempt from tax is figured differently for income determined under the administrative pricing rules (for details, see the instructions for **Schedule P (Form 1120-FSC)**, Transfer Price or Commission) and income determined without regard to the administrative pricing rules. (These percentages are computed on Schedule E, page 4, Form 1120-FSC, and carried over to lines 9a and 9b of Schedule B, page 3, Form 1120-FSC to figure taxable income or (loss).) See section 923(a)(4) for a special rule for foreign trade income allocable to a cooperative. See section 923(a)(5) for a special rule for military property.

Foreign Trading Gross Receipts

A FSC is treated as having foreign trading gross receipts (defined in section 924) only if it has met certain foreign management and foreign economic process requirements.

Foreign trading gross receipts do **not** include:

- Certain excluded receipts (defined in section 924(f)).
- Investment income (defined in section 927(c)).
- Carrying charges (defined in section 927(d)(1)).

Foreign Management Requirements

A FSC (other than a small FSC) is treated as having foreign trading gross receipts for the tax year only if the management of the FSC during the year takes place outside the United States. These management activities include:

- Meetings of the board of directors and meetings of the shareholders.
- Disbursing cash, dividends, legal and accounting fees, salaries of officers, and salaries or fees of directors from the principal bank account.
- Maintaining the principal bank account at all times during the tax year.

Meetings of directors and meetings of the shareholders.— All meetings of the board of directors of the FSC and all meetings of the shareholders of the FSC that take place during the tax year must take place outside the United States. Only meetings that are formally convened as meetings of the board of directors or as shareholder meetings are considered. If the participants in a meeting are not all physically present in the same location, the location of the meeting is determined by the location of the persons exercising a majority of the voting power (including proxies) participating in the meeting. In addition, all such meetings must comply with the local laws of the foreign country or U.S. possession in which the FSC was created or organized. The local laws determine whether a meeting must be held, when and where it must be held (if it is held at all), who must be present, quorum requirements, use of proxies, etc.

Principal bank accounts.— See **Definition of a FSC** beginning on page 1 for definitions of a qualifying foreign country and a U.S. possession. See Regulations section 1.924(c)-1(c) for more information regarding principal bank accounts.

Foreign Economic Process Requirements

A FSC (other than a small FSC) has foreign trading gross receipts from any transaction only if certain economic processes for the transaction take place outside the United States. Section 924(d) and Regulations section 1.924(d)-1 set forth the rules for determining whether a sufficient amount of the economic processes of a transaction takes place outside the United States. Generally, a transaction will qualify if the FSC satisfies two requirements:

- Participation outside the United States in the sales portion of the transaction, and
- Satisfaction of either the 50% or the 85% foreign direct cost test.

The activities comprising these economic processes may be performed by the FSC or by any other person acting under contract with the FSC.

Participation outside the United States in the sales portion of the transaction.—

Generally, the requirement of section 924(d)(1)(A) is met for the gross receipts of a FSC derived from any transaction if the FSC has participated outside the United States in the following sales activities relating to the transaction: (1) solicitation (other than advertising), (2) negotiation, and (3) making a contract.

1. Solicitation (other than advertising) is any communication (including, but not limited to, telephone, telegraph, mail, or in person) by the FSC, to a specific, targeted customer or potential customer. The solicitation must specifically address the customer's attention to the product or service that is the subject of the transaction and it must take place during the 12-month period immediately before execution of a contract relating to the transaction. Activities that would otherwise constitute advertising (such as sending sales literature to a customer or potential customer) will be considered solicitation if the activities are not considered advertising under the foreign direct cost tests. An exception to this rule is provided for second mailings in Regulations section 1.924(e)-1(a)(1).

2. Negotiation is any communication by the FSC to a customer or potential customer aimed at an agreement on one or more of the terms of a transaction, including, but not limited to, price, credit terms, quantity, or time or manner of delivery. Negotiation does not include the

mere receipt of a communication from a customer (such as an order) that includes terms of a sale.

3. Making a contract refers to performance by the FSC of any of the elements necessary to complete a sale, such as making or accepting an offer. Acceptance of an unsolicited bid or order is considered the making of a contract even if no solicitation or negotiation occurred with respect to the transaction. The written confirmation by the FSC to the customer of an oral or written agreement that confirms variable contract terms, such as price, credit terms, quantity, or time or manner of delivery, or specifies (directly or by reference) additional contract terms, will be considered the making of a contract. A written confirmation is any confirmation in writing, including a telegram, telex, or other similar written communication.

Grouping transactions.— Generally, the sales activities described above are to be applied on a transaction-by-transaction basis. However, a FSC may make an annual election to apply any of the sales activities on the basis of a group. To make the election, check the box in line 9a, **Additional Information**, on page 2 of Form 1120-FSC. See Regulations section 1.924(d)-1(c)(5) for details.

Satisfaction of either the 50% or 85% foreign direct cost test.— To qualify as foreign trading gross receipts, the foreign direct costs incurred by the FSC attributable to the transaction must equal or exceed 50% of the total direct costs incurred by the FSC attributable to the transaction. Direct costs are those costs attributable to the activities described in the five categories of section 924(e). Instead of satisfying the 50% foreign direct cost test, the FSC may incur foreign direct costs attributable to activities described in each of two of the section 924(e) categories. The costs must equal or exceed 85% of the total direct costs incurred by the FSC attributable to the activity described in each of the two categories. If no direct costs are incurred by the FSC in a particular category, that category is not taken into account for purposes of determining whether the FSC has met either the 50% or 85% foreign direct cost test.

Direct costs are costs that are incident to and necessary for the performance of any activity described in section 924(e). Direct costs include the cost of materials consumed in the performance of the activity, and the cost of labor that can be identified or associated directly with the performance of the activity (but only to the extent of wages, salaries, fees for professional services, and other amounts paid for personal services actually rendered, such as bonuses or compensation paid for services on the basis of a percentage of profits). Direct costs also include the allowable depreciation deduction for equipment or facilities (or the rental cost for its use) that can be specifically identified or associated with the activity, as well as the contract price of an activity performed on behalf of the FSC by a contractor.

Total direct costs means all of the direct costs of any transaction attributable to activities described in any paragraph of section 924(e). For the 50% foreign direct cost test of section 924(d)(1)(B), total direct costs are based on the direct costs of all activities described in all paragraphs of section 924(e). For the 85% foreign direct cost test of section 924(d)(2), however, the total direct costs are determined separately for each paragraph of section 924(e).

Foreign direct costs means the portion of the total direct costs of any transaction attributable to activities performed outside the United States. For purposes of the 50% foreign direct

cost test, foreign direct costs are based on the direct costs of all activities described in all paragraphs of section 924(e). For purposes of the 85% foreign direct cost test, however, foreign direct costs are determined separately for each paragraph of section 924(e).

For more details, see Regulations section 1.924(d)-1(d).

Check the applicable box(es) (in line 9b, **Additional Information**, on page 2 of Form 1120-FSC) to indicate how the FSC met the foreign direct costs requirement.

Grouping transactions.— Generally, the foreign direct cost tests under Regulations section 1.924(d)-1(d) are applied on a transaction-by-transaction basis. However, the FSC may make an annual election (in line 9d, **Additional Information**, on page 2 of Form 1120-FSC) to apply the foreign direct cost tests on a customer, contract, or product or product line grouping basis. Any grouping used must be supported by adequate documentation of performance of activities and costs of activities relating to the grouping used. See Regulations section 1.924(d)-1(e) for details.

Exception for foreign military property.— The economic process requirements do not apply to any activities performed in connection with foreign military sales except those activities described in section 924(e). See Regulations section 1.924(d)-1(f) for details.

Section 925(c) Requirement

To use the administrative pricing rules to determine the FSC's (or small FSC's) profit on a transaction or group of transactions, the FSC must perform (or contract with another person to perform) all of the economic process activities relating to the transaction or group of transactions. All of the direct and indirect expenses relating to the performance of those activities must be reflected on the books of the FSC and on Form 1120-FSC. Under Temporary Regulations section 1.925(a)-1T(b)(2)(ii), an election may be made to include on the FSC's books all expenses, other than cost of goods sold, that are necessary to figure combined taxable income for the transaction or group of transactions. The expenses must be identified on Schedule G on the applicable line.

Who Must File

File Form 1120-FSC if the corporation elected to be treated as a FSC or small FSC by filing Form 8279, and the election is still in effect.

When To File

Generally, a corporation must file Form 1120-FSC by the 15th day of the 3rd month after the end of the tax year. If the due date falls on a Saturday, Sunday, or legal holiday, the FSC may file by the next business day.

Extension.— File **Form 7004**, Application for Automatic Extension of Time To File Corporation Income Tax Return, to request an automatic 6-month extension of time to file.

Where To File

File Form 1120-FSC with the Internal Revenue Service Center, Philadelphia, PA 19255.

Who Must Sign

The return must be signed and dated by the president, vice president, treasurer, assistant treasurer, chief accounting officer, or any other corporate officer (such as tax officer)

authorized to sign. Receivers, trustees, or assignees must also sign and date any return filed on behalf of a corporation.

If a corporate officer completes Form 1120-FSC, the Paid Preparer's space should remain blank. Anyone who prepares Form 1120-FSC but does not charge the corporation should not sign the return. Generally, anyone who is paid to prepare the return must sign it and fill in the Paid Preparer's Use Only area.

The paid preparer must complete the required preparer information and—

- Sign the return, by hand, in the space provided for the preparer's signature (signature stamps and labels are not acceptable).
- Give a copy of the return to the taxpayer.

Accounting Methods

An accounting method is a set of rules used to determine when and how income and expenses are reported.

Figure taxable income using the method of accounting regularly used in keeping the FSC's books and records. Generally, permissible methods include the cash, accrual, or any other method authorized by the Internal Revenue Code. In all cases, the method used must clearly show taxable income.

A member of a controlled group cannot use an accounting method that would distort any group member's income, including its own. For example, a FSC acts as a commission agent for property sales by a related corporation that uses the accrual method and pays the FSC its commission more than 2 months after the sale. In this case, the FSC should not use the cash method because that method would materially distort its income.

Generally, a FSC (other than a qualified personal service corporation) must use the accrual method of accounting if its average annual gross receipts exceed \$5 million. See section 448(c).

Under the accrual method, an amount is includible in income when all the events have occurred that fix the right to receive the income and the amount can be determined with reasonable accuracy. See Regulations section 1.451-1(a) for details.

Generally, an accrual basis taxpayer can deduct accrued expenses in the tax year in which (1) all events that determine the liability have occurred, (2) the amount of the liability can be figured with reasonable accuracy, and (3) economic performance takes place with respect to the expense. There are exceptions to the economic performance rule for certain items, including recurring expenses. See section 461(h) and the related regulations for the rules for determining when economic performance takes place.

Long-term contracts (except for certain real property construction contracts) must generally be accounted for using the percentage of completion method described in section 460. See section 460 for general rules on long-term contracts.

Mark-to-market accounting method for dealers in securities.— Dealers in securities must use the mark-to-market accounting method described in section 475. Under this method, any security that is inventory to the dealer must be included in inventory at its fair market value. Any security held by a dealer that is not inventory and that is held at the close of the tax year is treated as sold at its fair market value on the last business day of the tax year. Any gain or loss must be taken into account in determining gross income. The gain or loss taken into account is generally treated as ordinary gain or loss.

For details, including exceptions, see section 475, the related temporary regulations, and Rev. Rul. 94-7, 1994-1 C.B. 151.

Change in accounting method.— Generally, the FSC may change the method of accounting used to report taxable income (for income as a whole or for any material item) only by getting consent on **Form 3115**, Application for Change in Accounting Method. For more information, get **Pub. 538**, Accounting Periods and Methods.

Accounting Periods

A FSC must figure its taxable income on the basis of a tax year. The tax year is the annual accounting period the FSC uses to keep its records and report its income and expenses. Generally, FSCs can use a calendar year or a fiscal year. Personal service corporations, however, must generally use a calendar year.

If the calendar year is adopted as the annual accounting period, the FSC must maintain its books and records and report its income and expenses for the period from January 1 through December 31 of each year. A fiscal year is 12 consecutive months ending on the last day of any month except December. A 52–53 week year is a fiscal year that varies from 52 to 53 weeks.

A FSC adopts a tax year when it files its first income tax return. It must adopt a tax year by the due date (not including extensions) of its first income tax return.

For more information, see Temporary Regulations section 1.441-2T and Pub. 538.

Note: *In general, the tax year of a FSC must be the same as the tax year of that shareholder (or group of shareholders with the same 12-month tax year) who has the highest percentage of voting power. (See section 441(h)(1).)*

Change in accounting period.— Generally, a FSC must get the consent of the IRS before changing its tax year by filing **Form 1128**, Application To Adopt, Change, or Retain a Tax Year. However, under certain conditions, a FSC (other than a personal service corporation) may change its tax year without getting the consent. See Regulations section 1.442-1 and Pub. 538.

Rounding Off to Whole Dollars

A FSC may show amounts on the return and accompanying schedules as whole dollars. To do so, drop amounts less than 50 cents and increase amounts from 50 cents through 99 cents to the next higher dollar.

Recordkeeping

Keep the FSC's records for as long as they may be needed for administration of any provision of the Internal Revenue Code. Usually, records that support an item of income, deduction, or credit on the return must be kept for 3 years from the date the return is due or filed, whichever is later. Keep records that verify the FSC's basis in property for as long as they are needed to figure the basis of the original or replacement property.

The FSC should keep copies of all filed returns. They help in preparing future returns and amended returns.

Depository Method of Tax Payment

The FSC must pay the tax due in full no later than the 15th day of the 3rd month after the end of the tax year. The method for payment

of the tax due depends upon whether the FSC has an office or place of business in the United States. Some FSCs that maintain an office or place of business in the United States (described in 2 below) are required to electronically deposit all depository taxes, including FSC income tax payments.

1. FSCs that **do not** maintain an office or place of business in the United States must pay the tax due directly to an IRS office (i.e., do not use the depository method of tax payment described in 2 below). The tax may be paid by check or money order, payable to the Internal Revenue Service. To help ensure proper crediting, write the FSC's employer identification number (EIN), "Form 1120-FSC," and the tax period to which the payment applies on the check or money order. Enclose the payment when Form 1120-FSC is filed with the Internal Revenue Service Center, Philadelphia, PA 19255.

2. FSCs that **do** maintain an office or place of business in the United States must pay the tax due using a qualified depository.

Electronic deposit requirement.— If the FSC's total deposits of social security, Medicare, and withheld income taxes were more than \$50,000 in 1995, it must make electronic deposits for all depository tax liabilities that occur after June 30, 1997. If the FSC was required to deposit by electronic funds transfer in prior years, it should continue to do so in 1997. The Electronic Federal Tax Payment System (EFTPS) must be used to make electronic deposits. If the FSC is required to make deposits by electronic funds transfers and fails to do so, it may be subject to a 10% penalty. FSCs that are required to make electronic deposits may voluntarily participate in EFTPS. Call 1-800-945-8400 or 1-800-555-4477. (These numbers are for EFTPS information only.)

Form 8109, Federal Tax Deposit Coupon.— If the FSC does not use EFTPS, deposit FSC income tax payments (and estimated tax payments) with Form 8109. Do not send deposits directly to an IRS office. Mail or deliver the completed Form 8109 with the payment to a qualified depository for Federal taxes or to the Federal Reserve bank (FRB) servicing the FSC's geographic area. Make checks or money orders payable to that depository or FRB. To help ensure proper crediting, write the FSC's EIN, the tax period to which the deposit applies, and "Form 1120-FSC" on the check or money order. Be sure to darken the "1120" box on the coupon. Records of these deposits will be sent to the IRS.

A penalty may be imposed if the deposits are mailed or delivered to an IRS office rather than to an authorized depository or FRB. For more information on deposits, see the instructions in the coupon booklet (Form 8109) and **Pub. 583, Starting a Business and Keeping Records.**

Caution: If the FSC owes tax and maintains an office or place of business in the United States when it files Form 1120-FSC, do not include the payment with the tax return. Instead, mail or deliver the payment with Form 8109 to a qualified depository or FRB, or use EFTPS, if applicable.

Estimated Tax Payments

Generally, a FSC must make installment payments of estimated tax if it expects its estimated tax (income tax minus credits) to be \$500 or more. The installments are due by the 15th day of the 4th, 6th, 9th, and 12th months of the tax year. If any date falls on a Saturday, Sunday, or legal holiday, the installment is due

on the next regular business day. Use **Form 1120-W, Estimated Tax for Corporations**, as a worksheet to compute estimated tax. A FSC that maintains an office or place of business in the United States must use the deposit coupons (Forms 8109) to make deposits of estimated tax. For information on estimated tax payments, including penalties that apply if the FSC fails to make required payments, see the instructions for **Line 3, Estimated tax penalty** on page 6.

Overpaid estimated tax.— If the FSC overpaid estimated tax, it may be able to get a quick refund by filing **Form 4466, Corporation Application for Quick Refund of Overpayment of Estimated Tax**. The overpayment must be at least 10% of the FSC's expected income tax liability and at least \$500. To apply for a quick refund, file Form 4466 before the 16th day of the 3rd month after the end of the tax year, but before Form 1120-FSC is filed. Do not file Form 4466 before the end of the FSC's tax year.

Interest and Penalties

Interest.— Interest is charged on taxes paid late, even if an extension of time to file is granted. Interest is also charged on penalties imposed for failure to file, negligence, fraud, gross valuation overstatements, and substantial understatements of tax from the due date (including extensions) to the date of payment. The interest charge is figured at a rate determined under section 6621.

Penalty for late filing of return.— A FSC that does not file its tax return by the due date, including extensions, may be penalized 5% of the unpaid tax for each month or part of a month the return is late, up to a maximum of 25% of the unpaid tax. The minimum penalty for a return that is over 60 days late is the smaller of the tax due or \$100. The penalty will not be imposed if the FSC can show that the failure to file on time was due to reasonable cause. FSCs that file late must attach a statement explaining the reasonable cause.

Penalty for late payment of tax.— A FSC that does not pay the tax when due may be penalized $\frac{1}{2}$ of 1% of the unpaid tax for each month or part of a month the tax is not paid, up to a maximum of 25% of the unpaid tax. The penalty will not be imposed if the FSC can show that the failure to pay on time was due to reasonable cause.

Trust fund recovery penalty.— This penalty may apply if certain income, social security, and Medicare taxes that must be collected or withheld are not collected or withheld, or these taxes are not paid to the IRS. These taxes are generally reported on Forms 941, 943, or 945 (see **Other Forms, Returns, Schedules, and Statements That May Be Required**, below). The trust fund recovery penalty may be imposed on all persons who are determined by the IRS to have been responsible for collecting, accounting for, and paying over these taxes, and who acted willfully in not doing so. The penalty is equal to the unpaid trust fund tax. See **Pub. 15** (Circular E), Employer's Tax Guide, or **Pub. 51** (Circular A), Agricultural Employer's Tax Guide, for details, including the definition of responsible person.

Other penalties.— Other penalties can be imposed for negligence, substantial understatement of tax, and fraud. See sections 6662 and 6663.

A FSC may also be subject to a penalty (under section 6686) of \$100 for each instance it fails to furnish the information required under section 6011(c), up to a maximum of \$25,000. This penalty will not apply if the FSC can show that the failure to furnish the required information was due to reasonable cause.

Other Forms, Returns, Schedules, and Statements That May Be Required

Forms, Returns, and Schedules

The FSC may have to file some of the following forms. See the form for more information.

Form W-2, Wage and Tax Statement, and **Form W-3, Transmittal of Income and Tax Statements**.

Form 940 or Form 940-EZ, Employer's Annual Federal Unemployment (FUTA) Tax Return. The FSC may be liable for FUTA tax and may have to file Form 940 or 940-EZ if it paid wages of \$1,500 or more in any calendar quarter during the calendar year (or the preceding calendar year), or one or more employees worked for the corporation for some part of a day in any 20 different weeks during the calendar year (or the preceding calendar year).

Form 941, Employer's Quarterly Federal Tax Return. Employers must file this form quarterly to report income tax withheld and employer and employee social security and Medicare taxes. Agricultural employers must file **Form 943, Employer's Annual Tax Return for Agricultural Employees**, instead of Form 941. Also see **Trust fund recovery penalty** above.

Form 945, Annual Return of Withheld Federal Income Tax. File Form 945 to report income tax withholding from nonpayroll distributions or payments, such as pensions, annuities, IRAs, military retirement, gambling winnings, Indian gaming profits, and backup withholding. Also see **Trust fund recovery penalty** above.

Form 1042, Annual Withholding Tax Return for U.S. Source Income of Foreign Persons; and **Form 1042-S, Foreign Person's U.S. Source Income Subject to Withholding.** Use these forms to report and send withheld tax on certain payments or distributions made to nonresident alien individuals, foreign partnerships, or foreign corporations. For more information, see sections 1441 and 1442, and **Pub. 515, Withholding of Tax on Nonresident Aliens and Foreign Corporations**.

Form 1096, Annual Summary and Transmittal of U.S. Information Returns.

Form 1098, Mortgage Interest Statement. This form is used to report the receipt from any individual of \$600 or more of mortgage interest and points in the course of the FSC's trade or business for any calendar year.

Forms 1099-A, B, C, DIV, INT, MISC, OID, R, and S. Use these information returns to report abandonments; acquisitions through foreclosure; proceeds from broker and barter exchange transactions; discharges of indebtedness; certain dividends and distributions; interest payments; payments for certain fishing boat crew members; medical and dental health care payments; direct sales of consumer goods for resale; miscellaneous income payments and nonemployee compensation; original issue discount; distributions from profit-sharing plans, retirement plans, individual retirement arrangements, insurance contracts, etc.; and proceeds from real estate transactions. Also use these returns to report amounts received as a nominee for another person.

For more information, see the instructions for Forms 1099, 1098, 5498, and W-2G.

Note: Every FSC must file Form 1099-MISC if, in the course of its trade or business, it makes payments of rents, commissions, or other fixed or determinable income (see section 6041) totaling \$600 or more to any one person during the calendar year.

Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations. This form may have to be filed by certain officers, directors, or U.S. shareholders of a FSC.

Form 5471 does not have to be filed when the FSC is organized. However, this form may be required for subsequent changes in ownership (see section 6046 and the related regulations). Provided that a Form 1120-FSC is filed, a Form 5471 need not be filed to satisfy the requirements of section 6038 (see Temporary Regulations section 1.921-1T(b)(3) for more information). However, if the FSC is involved in other than FSC activities, Form 5471 and the applicable schedules may have to be filed.

Form 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Generally, a FSC that is engaged in a trade or business in the United States that had a reportable transaction with a foreign or domestic related party during the tax year must file Form 5472.

For purposes of who must file Form 5472, a FSC is considered to be **controlled** by a foreign person if it is owned, directly or indirectly, by a foreign person who owns at least:

1. 25% of the total voting power of all classes of stock entitled to vote, or
2. 25% of the total value of all classes of stock.

In addition, if a FSC is controlled (using the test just described) by another corporation, which in turn is controlled by a foreign person, it is treated as being controlled by that foreign person. In determining control for purposes of section 6038A, the constructive ownership rules of section 318(a) apply, except that 10% is substituted for 50% in applying section 318(a)(2)(C).

See Form 5472 for a list of reportable transactions. Also see Form 5472 for filing instructions and information on penalties for failure to file.

Form 5713, International Boycott Report. FSCs that had operations in or related to a "boycotting" country, company, or national of a country must file Form 5713 to report those operations and figure the loss of certain tax benefits.

Schedule P (Form 1120-FSC), Transfer Price or Commission. Complete and attach a separate schedule for each transaction, group of transactions, or aggregate of transactions to which the administrative pricing rules of section 925 are applied.

Form 8264, Application for Registration of a Tax Shelter. Tax shelter organizers are required to file Form 8264 for the purpose of receiving a tax shelter registration number from the IRS.

Form 8271, Investor Reporting of Tax Shelter Registration Number. Taxpayers who have acquired an interest in a tax shelter that is required to be registered use this form to report the tax shelter's registration number. Form 8271 must be attached to any tax return (including an application for tentative refund (Form 1139) and an amended Form 1120-FSC) on which a deduction, credit, loss, or other tax benefit attributable to a tax shelter is taken or any income attributable to a tax shelter is reported.

Form 8275, Disclosure Statement. Taxpayers and income tax return preparers file Form 8275 to disclose items or positions (except those contrary to regulations—see **Form 8275-R** below), that are not otherwise adequately

disclosed on a tax return. The disclosure is made to avoid parts of the accuracy-related penalty imposed for disregard of rules or substantial understatement of tax. Form 8275 is also used for disclosures relating to preparer penalties for understatements due to unrealistic positions or disregard of rules.

Form 8275-R, Regulation Disclosure Statement, is used to disclose any item on a tax return for which a position has been taken that is contrary to Treasury regulations.

Form 8300, Report of Cash Payments Over \$10,000 Received in a Trade or Business. File this form to report the receipt of more than \$10,000 in cash or foreign currency in one transaction or in a series of related transactions. However, transactions that take place entirely outside the United States do not have to be reported.

Form 8810, Corporate Passive Activity Loss and Credit Limitations. Closely held FSCs (and FSCs that are personal service corporations) that are subject to the passive activity limitations of section 469 must use this form to compute their allowable passive activity loss.

Note: The credits allowed on Form 1120-FSC are not subject to the limits of section 469.

Form 8842, Election To Use Different Annualization Periods for Corporate Estimated Tax. FSCs use Form 8842 for each year they want to elect one of the annualization periods in section 6655(e)(2)(C) for figuring estimated tax payments under the annualized income installment method.

Attachments

Attach **Form 4136**, Credit for Federal Tax Paid on Fuels, after page 6, Form 1120-FSC. Attach schedules in alphabetical order and other forms in numerical order after Form 4136.

Complete every applicable entry space on Form 1120-FSC. Do not write "See attached" instead of completing the entry spaces. If you need more space on the forms or schedules, attach separate sheets, using the same size and format as on the printed forms. Show the totals on the printed forms. Attach these separate sheets after all the schedules and forms. Be sure to put the FSC's name and EIN on each sheet.

Filing Requirements—Foreign Personal Holding Companies and Personal Holding Companies

If the FSC is a foreign personal holding company (as defined in section 552), Regulations section 1.551-4 requires certain shareholders of the FSC to attach a statement to their returns (i.e., the shareholders' personal returns) containing the information required by section 551(c). Furthermore, section 6035 (and the related regulations) requires certain officers, directors, and shareholders of a foreign personal holding company to file **Schedule N** (Form 5471) and the appropriate schedules of Form 5471 (see the **Instructions for Form 5471** for additional information).

If the FSC is a personal holding company (as defined in section 542) but not a foreign personal holding company, it must file **Schedule PH (Form 1120)**, U.S. Personal Holding Company Tax, with Form 1120-FSC. The FSC must report the personal holding company tax on line 6, Schedule J, Form 1120-FSC. See section 542 and Schedule PH (Form 1120) for details.

Tax Treaty Benefits

A FSC may not claim any benefits under any income tax treaty between the United States and any foreign country.

Specific Instructions

Period covered.— File the 1996 return for calendar year 1996 and fiscal years that begin in 1996 and end in 1997. For a fiscal year, fill in the tax year space at the top of the form.

Note: The 1996 Form 1120-FSC may also be used if (1) the FSC has a tax year of less than 12 months that begins and ends in 1997 and (2) the 1997 Form 1120-FSC is not yet available at the time the FSC is required to file its return. However, the FSC must show its 1997 tax year on the 1996 Form 1120-FSC and incorporate any tax law changes that are effective for tax years beginning after December 31, 1996.

Name.— Print or type the FSC's true name (as set forth in the charter or other legal document creating it).

Address.— Enter the U.S. address where the FSC maintains the records required under section 6001 (see section 922(a)(1)(D)(iii)). Include the suite, room, or other unit number after the street address.

If the Post Office does not deliver mail to the street address and the FSC has a P.O. box, show the box number instead of the street address.

Note: If a change of address occurs after the return is filed, use **Form 8822**, Change of Address, to notify the IRS of the new address.

Employer identification number (EIN).— Show the correct EIN in item C on page 1 of Form 1120-FSC. If the FSC does not have an EIN, it should apply for one on **Form SS-4**, Application for Employer Identification Number. Form SS-4 can be obtained at Social Security Administration (SSA) offices or by calling 1-800-TAX-FORM. If the FSC has not received its EIN by the time the return is due, write "Applied for" in the space for the EIN. See Pub. 583 for more information.

Item A. Foreign Country or U.S. Possession of Incorporation.— See **Definition of a FSC** on page 1 of the instructions.

Item E. Total assets.— Enter the FSC's total assets (as determined by the accounting method regularly used in keeping the FSC's books and records) at the end of the tax year of the FSC from page 6, Schedule L, column (d), line 15. If there are no assets at the end of the tax year, enter the assets as of the beginning of the tax year.

Item F. Initial return, final return, change of address, or amended return.— If this is the FSC's first return, check the "Initial return" box. If the corporation ceases to exist, file Form 1120-FSC and check the "Final return" box. If the FSC has changed its address since it last filed a return, check the box for "Change of address." If the FSC is amending its return, check the box for "Amended return."

Item 1. Principal shareholder.— Complete line 1a through 1h for the shareholder (individual, corporation, partnership, trust, or estate) that was the principal shareholder at the beginning of the FSC tax year. See item 7 under **Definition of a FSC** on page 1 for information on the principal shareholder.

Item 2. Parent-subsidiary controlled group.— If the FSC is a subsidiary in a parent-subsidiary controlled group and the principal shareholder is not the common parent of the group, complete lines 2a through 2g for the common parent. Enter the consolidated

total assets on line 2d for a group that files a consolidated return; otherwise, enter only the common parent's total assets.

Note: Check the "Yes" box in item 2 if the FSC is a subsidiary in a parent-subsidary controlled group. This applies even if the FSC is a subsidiary member of one group and the parent corporation of another.

The term "parent-subsidary controlled group" means one or more chains of corporations connected through stock ownership (sections 927(d)(4) and section 1563(a)(1)). Both of the following requirements must be met:

1. More than 50% of the total combined voting power of all classes of stock entitled to vote or more than 50% of the total value of all classes of stock of each corporation in the group (except the parent) must be owned by one or more of the other corporations in the group.
2. The common parent must own more than 50% of the total combined voting power of all classes of stock entitled to vote or more than 50% of the total value of all classes of stock of at least one of the other corporations in the group.

Stock owned directly by other members of the group is not counted when computing the voting power or value.

See sections 927(d)(4) and 1563(d)(1) for the definition of "stock" for purposes of determining stock ownership above.

Tax and Payments

Line 2h. Backup withholding.— If the FSC had income tax withheld from any payments it received, because, for example, it failed to give the payer its correct EIN, include the amount withheld in the total for line 2h. This type of withholding is called backup withholding. Show the amount withheld in the blank space in the right-hand column between lines 1 and 2h, and write "backup withholding."

Note: Backup withholding does not include amounts reportable on line 2g for taxes paid or withheld at source.

Line 3. Estimated tax penalty.— A FSC that does not make estimated tax payments when due may be subject to an underpayment penalty for the period of underpayment. Generally, a FSC is subject to the penalty if its tax liability is \$500 or more, and it did not timely pay the smaller of (a) 100% of its tax liability for 1996 or (b) 100% of its prior year's tax. See section 6655 for details and exceptions, including special rules for large corporations.

Form 2220, Underpayment of Estimated Tax by Corporations, is used to see whether the FSC owes the penalty and to figure the amount of the penalty. Generally, a FSC does not have to file this form since the IRS can figure the amount of any penalty and bill the FSC for it. However, even if the FSC does not owe the penalty, complete and attach Form 2220 if:

- The annualized income or adjusted seasonal installment method is used, or
- The FSC is a large corporation computing its first required installment based on the prior year's tax. (See the Form 2220 instructions for the definition of a large corporation.)

If Form 2220 is attached, check the box on line 3, page 1, Form 1120-FSC, and enter the amount of any penalty on this line.

Schedule A—Cost of Goods Sold Related to Foreign Trading Gross Receipts

Complete Schedule A only for the cost of goods sold deduction related to foreign trading gross receipts reported on lines 1 through 5 of Schedule B.

Complete column (a) to show the cost of goods sold for inventory acquired in transactions using the administrative pricing rules. Complete column (b) to show the cost of goods sold for inventory acquired in transactions that did not use the administrative pricing rules. For details on administrative or nonadministrative pricing rules, see Schedule P (Form 1120-FSC).

If the FSC acts as another person's commission agent on a sale, do not enter any amount on Schedule A for the sale.

Small FSCs will have to make two separate computations for cost of goods sold if their foreign trading gross receipts exceed the limitation amount on line 6e of Schedule B. In this case, a deduction for cost of goods sold will be figured separately for the income on line 6h of Schedule B, and separately for the income on line 7 of Schedule F. Attach the computation for the cost of goods sold deduction entered on line 18 of Schedule F to Form 1120-FSC.

All FSCs must attach a separate computation for cost of goods sold and other costs attributable to income included on line 4 of Schedule F.

Inventories are required at the beginning and end of each tax year if the production, purchase, or sale of merchandise is an income-producing factor. See Regulations section 1.471-1. If inventories are not used, enter zero on lines 1 and 7 of Schedule A, Form 1120-FSC.

All FSCs should see the uniform capitalization rules of section 263A discussed in the instructions for Schedule G. See those instructions before completing Schedules A and F.

Line 4. Additional section 263A costs.— An entry is required on this line only for FSCs that have elected a simplified method of accounting.

For FSCs that have elected the simplified production method, additional section 263A costs are generally those costs, other than interest, that were not capitalized under the FSC's method of accounting immediately prior to the effective date of section 263A that are now required to be capitalized under section 263A. For details, see Regulations section 1.263A-2(b).

For FSCs that have elected the simplified resale method, additional section 263A costs are generally those costs incurred with respect to the following categories: off-site storage or warehousing; purchasing; handling, processing, assembly, and repackaging; and general administrative costs (mixed service costs). For details, see Regulations section 1.263A-3(d).

Enter on line 4 the balance of section 263A costs paid or incurred during the tax year that were not included on lines 2, 3, and 5.

Line 5. Other costs.— Enter on line 5 any costs paid or incurred during the tax year not entered on lines 2 through 4.

Line 7. Inventory at end of year.— See Regulations section 1.263A-1 through 1.263A-3 for details on figuring the amount of additional section 263A costs to be included in ending inventory.

Lines 9a through 9f. Inventory valuation methods.— Inventories can be valued at:

- Cost;
- Cost or market value (whichever is lower); or
- Any other method approved by the IRS that conforms to the requirements of the applicable regulations cited below.

The average cost (rolling average) method of valuing inventories generally does not conform to the requirements of the regulations. See Rev. Rul. 71-234, 1971-1 C.B. 148.

FSCs that use erroneous valuation methods must change to a method permitted for Federal income tax purposes. To make this change, use Form 3115.

On line 9a, check the method(s) used for valuing inventories. Under lower of cost or market, the term "market" (for normal goods) means the current bid price prevailing on the inventory valuation date for the particular merchandise in the volume usually purchased by the taxpayer. For a manufacturer, market applies to the basic elements of cost—raw materials, labor, and burden. If section 263A applies to the taxpayer, the basic elements of cost must reflect the current bid price of all direct costs and all indirect costs properly allocable to goods on hand at the inventory date.

Inventory may be valued below cost when the merchandise is unsalable at normal prices or unusable in the normal way because the goods are subnormal because of damage, imperfections, shopwear, etc., within the meaning of Regulations section 1.471-2(c). The goods may be valued at the current bona fide selling price, minus direct cost of disposition (but not less than scrap value) if such a price can be established.

If this is the first year the last-in, first-out (LIFO) inventory method was either adopted or extended to inventory goods not previously valued under the LIFO method provided in section 472, attach **Form 970, Application To Use LIFO Inventory Method**, or a statement with the information required by Form 970. Also check the box on line 9c. On line 9d, enter the amount or the percent of total closing inventories covered under section 472. Estimates are acceptable.

If the FSC changed or extended its inventory method to LIFO and had to write up opening inventory to cost in the year of election, report the effect of the write up as income (as appropriate on Schedule F, line 16), proportionately over a 3-year period that begins with the year of the LIFO election (section 472(d)).

For more information on inventory valuation methods, see **Pub. 538, Accounting Periods and Methods**.

Additional Information

Line 2.— Show any tax-exempt interest received or accrued. Include any exempt-interest dividends received as a shareholder in a mutual fund or other regulated investment company.

Line 4.— See section 542 for the definition of personal holding company and section 552 for the definition of foreign personal holding company. Also, see the **Filing Requirements—Foreign Personal Holding Companies and Personal Holding Companies** on page 5 for information and other details if the FSC meets the definition of either.

Line 5.— Check the box on line 5 if the FSC elects under section 172(b)(3) to forego the carryback period for a net operating loss (NOL). If the box is checked, do not attach the

statement described in Temporary Regulations section 301.9100-12T(d).

Line 6.— Enter the amount of the NOL carryover to the tax year from prior years, even if some of the loss is used to offset income on this return. The amount to enter is the total of all NOLs generated in prior years but not used to offset income (either as a carryback or carryover) to a tax year prior to 1996. Do not reduce the amount by any NOL deduction reported on line 19a, Part II of Schedule B.

Pub. 536, Net Operating Losses, has a worksheet for figuring a FSC's NOL carryover.

Lines 7c and 8b(2).— See **Definition of a FSC** on pages 1 and 2 of the instructions for definitions of qualifying foreign country and U.S. possession.

Line 8.— All FSCs (except small FSCs) must answer these questions. For more information, see **Foreign Management Requirements** on page 2 of the instructions.

Line 9.— All FSCs (except small FSCs) must answer line 9b. Indicate how they met the foreign direct costs requirement of section 924(d) for all transactions that generated foreign trading gross receipts reported on lines 1 through 5 of Schedule B. Also, answer line 9a and/or line 9d to make an election to use either of the annual grouping election(s) indicated. See the instructions for **Foreign Economic Process Requirements** on page 2 for details.

Schedule B—Taxable Income or (Loss)

Use Schedule B to compute taxable income from all sources.

Part I

Use Part I to compute net income attributable to nonexempt foreign trade income. Income and expenses on lines 1 through 15 are reported in column (a) if the administrative pricing rules were used in the transaction that produced the income.

Report in column (b) all foreign trade income from all transactions in which the administrative pricing rules were not used. Attach a schedule showing the computation of the taxable amount. In Schedule B, Part II, include only the taxable portion on line 16.

Lines 1 through 5.— Enter foreign trading gross receipts identified on lines 1 through 5. See section 924(a) and **Foreign Trading Gross Receipts** beginning on page 2 of these instructions for receipts that are excluded and other details. Report commission income on line 1 or line 2 based on the sale, lease, or rental of property on which that commission arose.

Line 5.— If the 50% gross receipts test of section 924(a)(5) is **not** met, report the FSC's gross receipts that would have otherwise qualified under that section on line 16, Schedule F, instead of line 5, Schedule B.

Lines 6b through 6h.— See section 924(b)(2)(B) for the rules regarding the limitation on the amount of foreign trading gross receipts that a small FSC may take into account in determining its exempt foreign trade income.

Line 6d.— Temporary Regulations section 1.921-1T(b)(5) indicates that, in the case of a small FSC having a short tax year, the dollar limitation reported on line 6b or 6c is to be prorated on a daily basis. A small FSC having

a short tax year must divide the number of days in its short tax year by the number of days that would have made up a full tax year and enter the resulting fraction on line 6d as a decimal less than 1.00000.

Example: For its 1996 calendar-year tax year, a small FSC has a short tax year of 100 days. The FSC enters 0.273224 (100/366) on line 6d.

Line 6f.— If commission income is reported in the total for line 6a of Schedule B, total receipts for purposes of line 6f are figured as follows:

- | | |
|---|----------|
| 1. Enter total of columns (a) and (b), line 6a, Schedule B..... | 1. _____ |
| 2. Enter total commission income reported on line 1 or line 2, Schedule B..... | 2. _____ |
| 3. Subtract line 2 from line 1 | 3. _____ |
| 4. For the commissions reported on line 2 above, enter total gross receipts for the sale, lease, or rental of property on which the commissions arose (section 927(b)(2)) | 4. _____ |
| 5. Add lines 3 and 4. Enter here and on line 6f, Schedule B | 5. _____ |

Line 6h.— When making the line 6h allocation, allocate only the commission income from the gross receipts on line 4 above. If the small FSC's foreign trading gross receipts for the tax year (line 6f) exceed its allowable limitation (line 6e), the small FSC may select the gross receipts to which the limitation is allocated. In such a case, allocate the line 6g foreign trading gross receipts (which, in this case, is the line 6e limitation amount because it is smaller than the line 6f amount) between columns (a) and (b) of line 6h based on whether the administrative pricing rules were used for the gross receipts selected. See Regulations section 1.921-2(b)(4).

Part II

Line 19a. Net operating loss deduction.— A FSC may use the net operating loss (NOL) incurred in one tax year to reduce its taxable income in another year. Generally, a FSC may carry an NOL back to each of the 3 years preceding the year of the loss and then carry any remaining amount over to each of the 15 years following the year of the loss (but see **Exceptions to carryback rules** below). Enter on line 19a the total NOL carryovers from prior tax years, but do not enter more than the FSC's taxable income (after special deductions). An NOL deduction cannot be taken in a year in which the FSC has a negative taxable income. Attach a schedule showing the computation of the NOL deduction. Also complete line 6 in **Additional Information**.

For more information about NOLs and the NOL deduction, see Pub. 536.

Carryback and carryover rules.— Generally, an NOL first must be carried back to the third tax year preceding the year of the loss. To carry back the loss and obtain a quick refund of taxes, use **Form 1139**, Corporation Application for Tentative Refund. Form 1139 must be filed within 12 months after the close of the tax year of the loss. See section 6411 for details. Do not attach Form 1139 to the FSC's income tax return. Mail it in a separate envelope to the Internal Revenue Service Center, Philadelphia, PA 19255.

For carryback claims filed later than 12 months after the close of the tax year of the loss, file an amended Form 1120-FSC instead of Form 1139.

After the FSC applies the NOL to the first tax year to which it may be carried, the taxable income of that year is modified (as described in section 172(b)) to determine how much of the remaining loss may be carried to other years. See section 172(b) and the related regulations for details.

Special rules apply when an ownership change occurs (i.e., for any tax year ending after a post-1986 ownership change, the amount of the taxable income of a loss corporation that can be offset by pre-change NOL carryovers is limited). See section 382 and the related regulations. Also see Temporary Regulations section 1.382-2T(a)(2)(ii), which requires that a loss corporation file an information statement with its income tax return for each tax year that it is a loss corporation and certain shifts in ownership occurred. Also see Regulations section 1.382-6(b) for details on how to make the closing-of-the-books election.

See section 384 for the limitation on the use of preacquisition losses of one corporation to offset recognized built-in gains of another corporation.

Note: See section 383 and the related regulations for limits that apply to net capital losses and credits when an ownership change occurs.

Exceptions to carryback rules.— A FSC may make an irrevocable election to forego the carryback period and instead carry the NOL over to each of the 15 years following the year of the loss. To make this election, check the box on line 5 in **Additional Information**. The return must be timely filed (including extensions).

Different carryback periods apply for certain losses. The part of an NOL that is attributed to a specified liability loss, including a product liability loss, may be carried back 10 years (section 172(b)(1)(C)). See Regulations section 1.172-13(c) for the statement that must be attached to Form 1120-FSC if the FSC is claiming the 10-year carryback period for a product liability loss.

FSCs that are personal service corporations may not carry back an NOL to or from any tax year to which a section 444 election applies.

Line 19b. Dividends-received deduction.— A FSC may be entitled to a deduction for dividends it receives from other corporations. See the instructions on page 8 for the dividend worksheet to figure the allowable dividends-received deduction. Attach the dividend worksheet to Form 1120-FSC.

Schedule E—Percentages Used in Figuring Exempt Foreign Trade Income

For purposes of the **Note** at the top of Schedule E, a C corporation is a corporation other than an S corporation. Shareholders other than C corporations are individuals, partnerships, S corporations, trusts, and estates.

Use lines 2a through 2d to figure the exemption percentage for foreign trade income determined by not using the administrative pricing rules (see section 923(a)(2)).

Use lines 3a through 3d to figure the exemption percentage for foreign trade income that was determined by using the administrative pricing rules (see section 923(a)(3)). See section 923(a)(4) for a special rule for foreign trade income allocable to a cooperative.

Schedule F—Net Income from Nonexempt Foreign Trade Income and Taxable Nonforeign Trade Income

Part I

Enter net income from nonexempt foreign trade income and related expenses in Part I.

Line 2.— Enter FSC income that resulted from the FSC's cooperation with an international boycott. See Form 5713 for reporting requirements for any FSC with operations in or related to a boycotting country. See section 927(e)(2).

Line 3.— Enter the amount, if any, paid for illegal payments, bribes, or kickbacks that the FSC paid directly or indirectly to government officials, employees, or agents. See section 927(e)(2).

Line 5.— See the instructions for Schedule A of Form 1120-FSC before completing this line.

Part II

Enter the taxable portion of gross income of the FSC that was **not** derived from foreign trading gross receipts. This type of income includes:

- Amounts specifically excluded from foreign trade income because of the small FSC limitation (the amount by which line 6f of Schedule B exceeds line 6e of Schedule B). (Enter the excess, if any, on line 7 of Schedule F.)
- Investment type income. (Enter on lines 8 through 12 of Schedule F.)
- Income from property that is subsidized, deemed in short supply, or destined for use in the United States. (Enter on lines 13 and 14 of Schedule F.)
- Amounts from transactions that did not meet the foreign economic process requirements. (Enter on line 15 of Schedule F.)
- Other nonforeign trade income. (Enter on line 16 of Schedule F.) For more details, see sections 924(f) and 927(a)(2) and (3).

Line 9.— Complete the dividend worksheet on this page to figure the total dividends to report on line 9. Attach a schedule similar to the worksheet below to Form 1120-FSC.

Line 18.— Enter the deductions allocated or apportioned to income on line 17. Attach to Form 1120-FSC a schedule listing each type of deduction. Show deductions related to cost of goods sold separately. See the instructions for Schedule A on page 6 before completing this line.

Passive activity limitations.— Section 469 generally limits the deduction of passive activity losses for closely held FSCs and FSCs that are personal service corporations. See section 469 and the instructions for Form 8810 for details.

Instructions for Dividends and Dividends-Received Deduction Worksheet

For purposes of the 20% ownership test on lines 1 through 7, the percentage of stock owned by the FSC is based on voting power and the value of the stock. Preferred stock described in section 1504(a)(4) is not taken into account.

Line 1, Column (a)

Enter dividends (except those received on debt-financed stock acquired after July 18, 1984—see section 246A) that are received from less-than-20%-owned domestic corporations subject to income tax and that are subject to the 70% deduction under section 243(a)(1).

Also include on line 1 dividends (except those received on debt-financed stock acquired after July 18, 1984) from a regulated investment company (RIC). The amount of dividends eligible for the dividends-received deduction under section 243 is limited by section 854(b). The FSC should receive a notice from the RIC specifying the amount of dividends that qualify for the deduction.

Report so-called dividends or earnings received from mutual savings banks, etc., as interest. Do not treat them as dividends.

Line 2, Column (a)

Enter dividends (except those received on debt-financed stock acquired after July 18, 1984) that are received from 20%-or-more-owned domestic corporations subject to income tax and that are subject to the 80% deduction under section 243(c).

Line 3, Column (a)

Enter dividends on debt-financed stock acquired after July 18, 1984, received from domestic and foreign corporations subject to income tax that would otherwise be subject to the dividends-received deduction under section 243(a)(1), 243(c), or 245(a). Generally, debt-financed stock is stock that the FSC acquired by incurring a debt (e.g., it borrowed money to buy the stock).

Include on line 3 dividends received from a RIC on debt-financed stock. The amount of dividends eligible for the dividends-received deduction is limited by section 854(b). The FSC should receive a notice from the RIC specifying the amount of dividends that qualify for the deduction.

Line 3, Columns (b) and (c)

Dividends received on debt-financed stock acquired after July 18, 1984, are not entitled to the full 70% or 80% dividends-received deduction. The 70% or 80% deduction is reduced by a percentage that is related to the amount of debt incurred to acquire the stock. See section 246A. Also see section 245(a) before making this computation for an additional limitation that applies to dividends received from foreign corporations. Attach a schedule to Form 1120-FSC showing how the amount on line 3, column (c), was figured.

Line 4, Column (a)

Enter dividends received on the preferred stock of a less-than-20%-owned public utility that is subject to income tax and is allowed the deduction provided in section 247 for dividends paid.

Line 5, Column (a)

Enter dividends received on preferred stock of a 20%-or-more-owned public utility that is subject to income tax and is allowed the deduction provided in section 247 for dividends paid.

Line 6, Column (a)

Enter the U.S.-source portion of dividends that are received from less-than-20%-owned foreign corporations that qualify for the 70% deduction under section 245(a). To qualify for the 70% deduction, the FSC must own at least

Dividends and Dividends-Received Deduction Worksheet

(See instructions above and on page 9.)

	(a) Dividends received	(b) %	(c) Dividends-received deduction: (a) × (b)
1 Dividends from less-than-20%-owned domestic corporations that are subject to the 70% deduction (other than debt-financed stock)		70	
2 Dividends from 20%-or-more-owned domestic corporations that are subject to the 80% deduction (other than debt-financed stock)		80	
3 Dividends on debt-financed stock of domestic and foreign corporations (section 246A)		See Inst.	
4 Dividends on certain preferred stock of less-than-20%-owned public utilities		42	
5 Dividends on certain preferred stock of 20%-or-more-owned public utilities		48	
6 Dividends from less-than-20%-owned foreign corporations that are subject to the 70% deduction		70	
7 Dividends from 20%-or-more-owned foreign corporations that are subject to the 80% deduction		80	
8 Total dividends-received deduction. Add lines 1 through 7. See instructions for limitation. Enter here and on line 19b, Schedule B ▶			
9 Other dividends from foreign corporations not included on lines 3, 6, and 7			
10 Foreign dividend gross up (section 78)			
11 Other dividends			
12 Total dividends. Add lines 1 through 11. Enter here and on line 9, Schedule F ▶			

10% of the stock of the foreign corporation by vote and value.

Line 7, Column (a)

Enter the U.S.-source portion of dividends that are received from 20%-or-more-owned foreign corporations and that qualify for the 80% deduction under section 245(a).

Line 8, Column (c)

Limitation on dividends-received deduction.— Generally, line 8 of column (c) may not exceed the amount from the worksheet below. However, in a year in which an NOL occurs, this limitation does not apply even if the loss is created by the dividends-received deduction. See sections 172(d) and 246(b).

1. Refigure line 18, Part II, Schedule B (page 3 of Form 1120-FSC) without any adjustment under section 1059 and without any capital loss carryback to the tax year under section 1212(a)(1) 1. _____
2. Multiply line 1 by 80%..... 2. _____
3. Add lines 2, 5, and 7, column (c), and the part of the deduction on line 3, column (c), that is attributable to dividends from 20%-or-more-owned corporations . 3. _____
4. Enter the smaller of line 2 or 3. If line 3 is greater than line 2, stop here; enter the amount from line 4 on line 8, column (c), and do not complete lines 5-10 below 4. _____
5. Enter the total amount of dividends from 20%-or-more-owned corporations that are included on lines 2, 3, 5, and 7, column (a) 5. _____
6. Subtract line 5 from line 1 6. _____
7. Multiply line 6 by 70%..... 7. _____
8. Subtract line 3 above from line 8 of column (c) 8. _____
9. Enter the smaller of line 7 or line 8 9. _____
10. Dividends-received deduction after limitation (sec. 246(b)). Add lines 4 and 9. Enter the result here and on line 8, column (c) 10. _____

Line 9, Column (a)

Enter foreign dividends not reportable on lines 3, 6, and 7 that do not qualify for a dividends-received deduction.

Line 10, Column (a)

If the FSC claims the foreign tax credit, the tax that is deemed paid under sections 902 and 960 is treated as a dividend received from the foreign corporation. See sections 78 and 906(b)(4).

Line 11, Column (a)

Include the following:

1. Dividends (other than capital gain dividends and exempt-interest dividends) that are received from regulated investment companies and that are not subject to the 70% deduction.
2. Dividends from tax-exempt organizations.
3. Dividends (other than capital gain dividends) received from a real estate investment trust that, for the tax year of the trust in which the dividends are paid, qualifies under sections 856 through 860.
4. Dividends not eligible for a dividends-received deduction because of the holding period of the stock or an obligation to make corresponding payments with respect to similar stock.

Two situations in which the dividends-received deduction will not be allowed on any share of stock are:

- If the FSC held the stock for 45 days or less (see section 246(c)(1)(A)), or
 - To the extent the FSC is under an obligation to make related payments for substantially similar or related property.
5. Any other taxable dividend income not properly reported above (including distributions under section 936(h)(4)).
- If patronage dividends or per-unit retain allocations are included on line 11, column (a), identify the total of these amounts in a schedule attached to Form 1120-FSC.

Schedule G—Deductions Allocated or Apportioned to Foreign Trade Income Other than Foreign Trade Income Reported on Schedule F

Limitations on deductions

Section 263A uniform capitalization rules.—

These rules require FSCs to capitalize or include in inventory certain costs incurred in connection with the production of real and tangible personal property held in inventory or held for sale in the ordinary course of business. Tangible personal property produced by a FSC includes a film, sound recording, videotape, book, or similar property. The rules also apply to personal property (tangible and intangible) acquired for resale. FSCs subject to the rules are required to capitalize not only direct costs but an allocable portion of most indirect costs (including taxes) that relate to the assets produced or acquired for resale. Interest expense paid or incurred during the production period of certain property must be capitalized and is governed by special rules. For more information, see Regulations sections 1.263A-8 through 1.263A-15. The uniform capitalization rules also apply to the production of property constructed or improved by a taxpayer for use in a trade or business or in an activity engaged in for profit.

Section 263A does not apply to personal property acquired for resale if the taxpayer's annual average gross receipts are \$10 million or less. It does not apply to timber or to most property produced under a long-term contract. Special rules apply for farmers. The rules do not apply to property that is produced for use by the taxpayer if substantial construction occurred before March 1, 1986.

In the case of inventory, some of the indirect costs that must be capitalized are administrative expenses; taxes; depreciation; insurance; compensation paid to officers attributable to services; rework labor; and contributions to pension, stock bonus, and certain profit-sharing, annuity, or deferred compensation plans.

The costs that must be capitalized under section 263A are not deductible until the property to which the costs relate is sold, used, or otherwise disposed of by the FSC.

Current deductions may still be claimed for reasonable research and experimental costs under section 174, intangible drilling costs for oil and gas and geothermal property, and mining and exploration and development costs. Regulations section 1.263A-1(e)(3) specifies other indirect costs that may be currently deducted and those that must be capitalized with respect to production or resale activities. For more information, see Regulations section 1.263A-1 through 1.263A-3.

Transactions between related taxpayers.—

Generally, an accrual basis taxpayer may only deduct business expenses and interest owed to a related party in the year the payment is included in the income of the related party. See sections 163(e)(3), 163(j), and 267 for limitations on deductions for unpaid interest and expenses.

Golden parachute payments.— A portion of the payments made by a FSC to key personnel that exceeds their usual compensation may not be deductible. This occurs when the FSC has an agreement (golden parachute) with these key employees to pay them these excessive amounts if control of the FSC changes. See section 280G.

Business startup expenses.— Business startup expenses must be capitalized unless an election is made to amortize them over a period of 60 months. See section 195.

Line 1.— Enter only foreign direct costs on lines 1a through 1e. See section 924(e) and Temporary Regulations sections 1.924(e)-1T(a) through (e) for definitions and rules on direct activity costs related to foreign trade income.

Line 4. Depreciation.— Besides depreciation, include on line 4 the part of the cost that the FSC elected to expense under section 179 for certain tangible property placed in service during tax year 1996 or carried over from 1995. See **Form 4562**, Depreciation and Amortization, and its instructions.

Line 5. Salaries and wages.— Enter the amount of salaries and wages paid for the tax year. Do not include salaries and wages deductible elsewhere on the return, such as amounts included in cost of goods sold, elective contributions to a section 401(k) cash or deferred arrangement, or amounts contributed under a salary reduction SEP agreement or a SIMPLE retirement plan (savings incentive match plan).

Line 10. Compensation of officers.— Enter any officers' deductible compensation on line 10. Do not include compensation deductible elsewhere on the return, such as amounts included in cost of goods sold, elective contributions to a section 401(k) cash or deferred arrangement, or amounts contributed under a salary reduction SEP agreement or a SIMPLE retirement plan (savings incentive match plan).

Disallowance of deduction for employee compensation in excess of \$1 million.—

Publicly held FSCs may not deduct compensation of a "covered employee" to the extent that the compensation exceeds \$1 million. Generally, a covered employee is:

- The chief executive officer of the FSC (or an individual acting in that capacity) as of the end of the tax year, or
- An employee whose total compensation must be reported to shareholders under the Securities Exchange Act of 1934 because the employee is among the four highest compensated officers for that tax year (other than the chief executive officer).

For this purpose, compensation does not include the following:

- Income from certain employee trusts, annuity plans, or pensions;
- Any benefit paid to an employee that is excluded from the employee's income.

The deduction limit does not apply to:

- Commissions based on individual performance;
- Qualified performance-based compensation; and
- Income payable under a written binding contract in effect on February 17, 1993.

The \$1 million limit is reduced by amounts disallowed as excess parachute payments under section 280G.

For details, see section 162(m) and Regulations section 1.162-27.

Line 11. Bad debts.— Enter the total debts that became worthless in whole or in part during the tax year.

Caution: A cash basis taxpayer may not claim a bad debt deduction unless the amount was previously included in income.

Line 14. Other deductions.—**Note:** Do not deduct fines or penalties paid to a government for violating any law.

Attach a schedule, listing by type and amount all allowable deductions that are not deductible elsewhere on Form 1120-FSC. Enter the total of other deductions on this line.

Generally, a deduction may not be taken for any amount that is allocable to a class of exempt income. See section 265(b) for exceptions.

Meals, travel, and entertainment.—

Generally, the FSC can deduct only 50% of the amount otherwise allowable for meals and entertainment expenses paid or incurred in its trade or business. Also, meals must not be lavish or extravagant; a bona fide business discussion must occur during, immediately before, or immediately after the meal; and an employee of the FSC must be present at the meal. See section 274(k)(2) for exceptions. If the FSC claims a deduction for unallowable meal expenses, it may have to pay a penalty.

Additional limitations apply to deductions for gifts, skybox rentals, luxury water travel, convention expenses, and entertainment tickets. For details, see section 274 and **Pub. 463**, Travel, Entertainment, Gift, and Car Expenses.

No deduction is allowed for dues paid or incurred for membership in any club organized for business, pleasure, recreation, or other social purpose. This includes country clubs, golf and athletic clubs, airline and hotel clubs, and clubs operated to provide meals under conditions favorable to business discussion. But it does not include civic or public service organizations, professional organizations (such as bar and medical associations), business leagues, trade associations, chambers of commerce, boards of trade, and real estate boards, unless a principal purpose of the organization is to entertain or provide entertainment facilities for members or their guests.

Also, no deduction is allowed for travel expenses paid or incurred for a spouse, dependent, or other individual accompanying an officer or employee of the FSC on business travel, unless that spouse, dependent, or other individual is an employee of the FSC and the travel is for a bona fide business purpose and would otherwise be deductible by that person.

Generally, a FSC can deduct all other ordinary and necessary travel and entertainment expenses paid or incurred in its trade or business. However, it cannot deduct an expense paid or incurred for a facility (such as a yacht or hunting lodge) that is used for an activity that is usually considered entertainment, amusement, or recreation.

Note: The FSC may be able to deduct otherwise nondeductible meals, travel, and entertainment expenses if the amounts are treated as compensation and reported on Form W-2 for an employee or on Form 1099-MISC for an independent contractor.

Schedule J—Tax Computation

Note: Members of a controlled group must attach a statement showing the computation of the tax entered on line 3.

Lines 1 and 2

Members of a controlled group.— A member of a controlled group, as defined in section 927(d)(4), must check the box on line 1 and complete lines 2a and 2b of Schedule J, Form 1120-FSC.

Line 2a.— Members of a controlled group are entitled to one \$50,000, one \$25,000, and one \$9,925,000 taxable income bracket amount (in that order) on line 2a.

When a controlled group adopts or later amends an apportionment plan, each member must attach to its tax return a copy of its consent to this plan. The copy (or an attached statement) must show the part of the amount in each taxable income bracket apportioned to that member. See Regulations section 1.1561-3(b) for other requirements and for the time and manner of making the consent.

Equal apportionment plan.— If no apportionment plan is adopted, members of a controlled group must divide the amount in each taxable income bracket equally among themselves. For example, controlled group AB consists of Corporation A and Corporation B. They do not elect an unequal apportionment plan. Therefore, each corporation is entitled to:

- \$25,000 (one-half of \$50,000) on line 2a(1),
- \$12,500 (one-half of \$25,000) on line 2a(2), and
- \$4,962,500 (one-half of \$9,925,000) on line 2a(3).

Unequal apportionment plan.— Members of a controlled group may elect an unequal apportionment plan and divide the amount in each taxable income bracket as they want. There is no need for consistency amount taxable income brackets. Any member may be entitled to all, some, or none of the amount in a taxable income bracket. However, the total amount for all members cannot be more than the total amount in each taxable income bracket.

Line 2b.— Members of a controlled group are treated as one group to figure the applicability of the additional 5% tax and the additional 3% tax. If an additional tax applies, each member will pay that tax based on the part of the amount used in each taxable income bracket to reduce that member's tax. See section 1561(a). If an additional tax applies, attach a schedule showing the taxable income of the entire group and how it figured its share of the additional tax.

Line 2b(1).— Enter the corporation's share of the additional 5% tax on line 2b(1).

Line 2b(2).— Enter the corporation's share of the additional 3% tax on line 2b(2).

Line 3

A FSC that is **not** a member of a controlled group or a qualified personal service corporation must compute its tax on its taxable income as follows:

Tax Rate Schedule

If taxable income (Schedule B, line 20) is:

Over—	But not over—	Tax is:	Of the amount over—
\$0	\$50,000	15%	\$0
50,000	75,000	\$ 7,500 + 25%	50,000
75,000	100,000	13,750 + 34%	75,000
100,000	335,000	22,250 + 39%	100,000
335,000	10,000,000	113,900 + 34%	335,000
10,000,000	15,000,000	3,400,000 + 35%	10,000,000
15,000,000	18,333,333	5,150,000 + 38%	15,000,000
18,333,333	-----	35%	0

Qualified personal service corporations.—

A qualified personal service corporation is taxed at a flat rate of 35% on its taxable income. A FSC is a qualified personal service corporation if it meets **BOTH** of the following tests:

- Substantially all of the FSC's activities involve the performance of services in the fields of health, law, engineering, architecture, accounting, actuarial science, performing arts, or consulting, and
- At least 95% of the corporation's stock, by value, is owned, directly or indirectly, by (1) employees performing the services, (2) retired employees who had performed the services listed above, (3) any estate of the employee

Tax Computation Worksheet for Members of a Controlled Group

(Keep for your records.)

Note: Each member of a controlled group (except a qualified personal service corporation) must compute the tax using this worksheet.

1. Enter taxable income (Schedule B, line 20) 1. _____
2. Enter line 1 or the FSC's share of the \$50,000 taxable income bracket, whichever is less 2. _____
3. Subtract line 2 from line 1 3. _____
4. Enter line 3 or the FSC's share of the \$25,000 taxable income bracket, whichever is less 4. _____
5. Subtract line 4 from line 3 5. _____
6. Enter line 5 or the FSC's share of the \$9,925,000 taxable income bracket, whichever is less 6. _____
7. Subtract line 6 from line 5 7. _____
8. Multiply line 2 by 15% 8. _____
9. Multiply line 4 by 25% 9. _____
10. Multiply line 6 by 34% 10. _____
11. Multiply line 7 by 35% 11. _____
12. If the taxable income of the controlled group exceeds \$100,000, enter this member's share of the smaller of 5% of the taxable income in excess of \$100,000, or \$11,750 (See the instructions for line 2b above.) 12. _____
13. If the taxable income of the controlled group exceeds \$15 million, enter this member's share of the smaller of 3% of the taxable income in excess of \$15 million, or \$100,000 (See the instructions for line 2b above.) 13. _____
14. Add lines 8 through 13. Enter here and on Schedule J, line 3 14. _____

or retiree described above, or (4) any person who acquired the stock of the FSC as a result of the death of an employee or retiree (but only for the 2-year period beginning on the date of the employee's or retiree's death). See Temporary Regulations section 1.448-1T(e) for details.

Note: If the FSC meets these tests, check the box on line 3, Schedule J, Form 1120-FSC.

Additional tax under section 197(f).— A FSC that elects to pay tax on the gain from the sale of an intangible under the related-person exception to the anti-churning rules should include any additional tax due under section 197(f)(9)(B) in the amount entered on line 3. On the dotted line next to line 3, write "Section 197" and the amount. For more information, see Pub. 535, Business Expenses.

Line 4

Foreign tax credit.— Generally, a FSC may not claim a foreign tax credit. It may, however, claim a foreign tax credit for any foreign taxes imposed on foreign source taxable nonforeign trade income (Schedule F, Part II) that is treated as effectively connected with a U.S. trade or business under section 921(d). See Temporary Regulations section 1.921-3T(d)(2) for more details.

Line 6

Personal holding company tax.— See the instructions on page 5, **Filing Requirements—Foreign Personal Holding Companies and Personal Holding Companies.**

Line 7

Alternative minimum tax.— The FSC may owe the alternative minimum tax if it has any of the adjustments and tax preference items listed on **Form 4626**, Alternative Minimum Tax—Corporations. The FSC must file Form 4626 if its taxable income (loss) combined with these adjustments and tax preference items is more than the smaller of \$40,000, or the FSC's allowable exemption amount (from Form 4626).

For this purpose, taxable income does not include the NOL deduction. See Form 4626 for details.

Line 8

Total tax.—Interest on tax deferred under the installment method for certain nondealer installment obligations. If an obligation arising from the disposition of property to which section 453A applies is outstanding at the close of the year, the FSC must include the interest due under section 453A(c) in the amount on line 8, Schedule J. Write on the dotted line to the left of line 8, Schedule J, "Section 453A(c) interest" and the amount. Attach a schedule showing the computation.

Schedule L—Balance Sheets per Books

The balance sheet should agree with the FSC's books and records. Include certificates of deposit as cash on line 1, Schedule L.

Line 5. Tax-exempt securities.— Include on this line:

1. State and local government obligations, the interest on which is excludible from gross income under section 103(a), and

2. Stock in a mutual fund or other regulated investment company that distributed exempt-interest dividends during the tax year of the corporation.

Schedule M-1

Reconciliation of Income (Loss) per Books With Income per Return

Line 5c. Travel and entertainment.— Include on line 5c any of the following:

- 50% of the meals and entertainment not allowed under section 274(n).
- Expenses for the use of an entertainment facility.
- The part of business gifts over \$25.
- Expenses of an individual over \$2,000, which are allocable to conventions on cruise ships.
- Employee achievement awards over \$400.
- The cost of entertainment tickets over face value (also subject to 50% disallowance under section 274(n)).
- The cost of skyboxes over the face value of nonluxury box seat tickets.
- The part of luxury water travel not allowed under section 274(m).
- Expenses for travel as a form of education.
- Other travel and entertainment expenses not allowed as a deduction.

For more information, see Pub. 542, Corporations.

Line 7a. Tax-exempt interest.— Include as interest on line 7a any exempt-interest dividends received as a shareholder in a mutual fund or other regulated investment company.

Codes for Principal Business Activity

This list of Principal Business Activities and Principal Business Codes are designed to classify enterprises by the type of activity in which they are engaged to facilitate the administration of the Internal Revenue Code. Though the principal activity codes are similar in format and structure to the Standard Classification (SIC) Codes, they should not be used as SIC codes.

Using the list of activities and codes below, enter on Form 1120-FSC, **Additional Information**, on

page 2, line 1a, the principal business activity code number for the specific industry group that accounts for the largest percentage of the FSC's "total receipts." Figure total receipts by adding the foreign trading gross receipts on Schedule B, line 6a, plus the total income on Schedule F, lines 4 and 17. On lines 1b and 1c, enter the principal business activity and the principal product or service that accounts for the largest percentage of total receipts.

For example, if the FSC received the largest percentage of its total receipts from the wholesale trading of durable machinery, enter on line 1a, "5008," as the principal business activity code number. On line 1b, enter "Wholesale trade: Machinery, equipment, and supplies" as the principal business activity, and on line 1c, enter "Engines and turbines" as the FSC's principal product or service.

Agriculture, Forestry, and Fishing <i>Code</i> 0400 Agricultural production. 0600 Agricultural services (except veterinarians), forestry, fishing, hunting, and trapping.	<i>Code</i> Chemicals and allied products: 2815 Industrial chemicals, plastics materials and synthetics. 2830 Drugs. 2840 Soap, cleaners, and toilet goods. 2850 Paints and allied products. 2898 Agricultural and other chemical products.	Transportation and Public Utilities <i>Code</i> Transportation: 4000 Railroad transportation. 4100 Local and interurban passenger transit. 4200 Trucking and warehousing. 4400 Water transportation. 4500 Transportation by air. 4600 Pipe lines, except natural gas. 4700 Miscellaneous transportation services. Communication: 4825 Telephone, telegraph, and other communication services. 4830 Radio and television broadcasting.	Finance, Insurance, and Real Estate <i>Code</i> Banking: 6030 Mutual savings banks. 6060 Bank holding companies. 6090 Banks, except mutual savings banks and bank holding companies. Credit agencies other than banks: 6120 Savings and loan associations. 6140 Personal credit institutions. 6150 Business credit institutions. 6199 Other credit agencies.
Mining Metal mining: 1010 Iron ores. 1070 Copper, lead and zinc, gold and silver ores. 1098 Other metal mining. 1150 Coal mining. Oil and gas extraction: 1330 Crude petroleum, natural gas, and natural gas liquids. 1380 Oil and gas field services. Nonmetallic minerals, except fuels: 1430 Dimension, crushed and broken stone; sand and gravel. 1498 Other nonmetallic minerals, except fuels.	Petroleum refining and related industries (including those integrated with extraction): 2910 Petroleum refining (including integrated). 2998 Other petroleum and coal products. Rubber and misc. plastics products: 3050 Rubber products: plastics footwear, hose and belting. 3070 Miscellaneous plastics products. Leather and leather products: 3140 Footwear, except rubber. 3198 Other leather and leather products. Stone, clay, and glass products: 3225 Glass products. 3240 Cement, hydraulic. 3270 Concrete, gypsum, and plaster products. 3298 Other nonmetallic mineral products.	Electric, gas, and sanitary services: 4910 Electric services. 4920 Gas production and distribution. 4930 Combination utility services. 4990 Water supply and other sanitary services.	Security, commodity brokers and services: 6210 Security brokers, dealers, and flotation companies. 6299 Commodity contracts brokers and dealers; security and commodity exchanges; and allied services. Insurance: 6355 Life Insurance. 6356 Mutual insurance, except life or marine and certain fire or flood insurance companies. 6359 Other insurance companies. 6411 Insurance agents, brokers, and service.
Construction General building contractors and operative builders: 1510 General building contractors. 1531 Operative builders. 1600 Heavy construction contractors. Special trade contractors: 1711 Plumbing, heating, and air conditioning. 1731 Electrical work. 1798 Other special trade contractors.	Primary metal industries: 3370 Ferrous metal industries; misc. primary metal products. 3380 Nonferrous metal industries. Fabricated metal products: 3410 Metal cans and shipping containers. 3428 Cutlery, hand tools, and hardware; screw machine products, bolts, and similar products. 3430 Plumbing and heating, except electric and warm air. 3440 Fabricated structural metal products. 3460 Metal forgings and stampings. 3470 Coating, engraving, and allied services. 3480 Ordnance and accessories, except vehicles and guided missiles. 3490 Misc. fabricated metal products.	Wholesale Trade Durable: 5008 Machinery, equipment, and supplies. 5010 Motor vehicles and automotive equipment. 5020 Furniture and home furnishings. 5030 Lumber and construction materials. 5040 Sporting, recreational, photographic, and hobby goods, toys and supplies. 5050 Metals and minerals, except petroleum and scrap. 5060 Electrical goods. 5070 Hardware, plumbing and heating equipment and supplies. 5098 Other durable goods. Nondurable: 5110 Paper and paper products. 5129 Drugs, drug proprietaries, and druggists' sundries. 5130 Apparel, piece goods, and notions. 5140 Groceries and related products. 5150 Farm-product raw materials. 5160 Chemicals and allied products. 5170 Petroleum and petroleum products. 5180 Alcoholic beverages. 5190 Miscellaneous nondurable goods.	Real estate: 6511 Real estate operators and lessors of buildings. 6516 Lessors of mining, oil, and similar property. 6518 Lessors of railroad property and other real property. 6530 Condominium management and cooperative housing associations. 6550 Subdividers and developers. 6599 Other real estate. 6749 Holding and investment companies except bank holding companies.
Manufacturing Food and kindred products: 2010 Meat products. 2020 Dairy products. 2030 Preserved fruits and vegetables. 2040 Grain mill products. 2050 Bakery products. 2060 Sugar and confectionary products. 2081 Malt liquors and malt. 2088 Alcoholic beverages, except malt liquors and malt. 2089 Bottled soft drinks, and flavorings. 2096 Other food and kindred products. 2100 Tobacco manufacturers. Textile mill products: 2228 Weaving mills and textile finishing. 2250 Knitting mills. 2298 Other textile mill products. Apparel and other textile products: 2315 Men's and boys' clothing. 2345 Women's and children's clothing. 2388 Other apparel and accessories. 2390 Miscellaneous fabricated textile products. Lumber and wood products: 2415 Logging, sawmills, and planing mills. 2430 Millwork, plywood, and related products. 2498 Other wood products, including wood buildings and mobile homes. 2500 Furniture and fixtures. Paper and allied products: 2625 Pulp, paper, and board mills. 2699 Other paper products. Printing and publishing: 2710 Newspapers. 2720 Periodicals. 2735 Books, greeting cards, and miscellaneous publishing. 2799 Commercial and other printing, and printing trade services.	Machinery, except electrical: 3520 Farm machinery. 3530 Construction and related machinery. 3540 Metalworking machinery. 3550 Special industry machinery. 3560 General industrial machinery. 3570 Office, computing, and accounting machines. 3598 Other machinery except electrical. Electrical and electronic equipment: 3630 Household appliances. 3665 Radio, television, and communication equipment. 3670 Electronic components and accessories. 3698 Other electrical equipment. 3710 Motor vehicles and equipment Transportation equipment, except motor vehicles: 3725 Aircraft, guided missiles and parts. 3730 Ship and boat building and repairing. 3798 Other transportation equipment, except motor vehicles. Instruments and related products: 3815 Scientific instruments and measuring devices; watches and clocks. 3845 Optical, medical, and ophthalmic goods. 3860 Photographic equipment and supplies. 3998 Other manufacturing products.	Retail Trade Building materials, garden supplies, and mobile home dealers: 5220 Building materials dealers. 5251 Hardware stores. 5265 Garden supplies and mobile home dealers. 5300 General merchandise stores. Food stores: 5410 Grocery stores. 5490 Other food stores. Automotive dealers and service stations: 5515 Motor vehicle dealers. 5541 Gasoline service stations. 5598 Other automotive dealers. 5600 Apparel and accessory stores. 5700 Furniture and home furnishings stores. 5800 Eating and drinking places. Miscellaneous retail stores: 5912 Drug stores and proprietary stores. 5921 Liquor stores. 5995 Other retail stores.	Services 7000 Hotels and other lodging places. 7200 Personal services. Business services: 7310 Advertising. 7389 Business services, except advertising. Auto repair; miscellaneous repair services: 7500 Auto repair and services. 7600 Miscellaneous repair services. Amusement and recreation services: 7812 Motion picture production, distribution, and services. 7830 Motion picture theaters. 7900 Amusement and recreation services, except motion pictures. Other services: 8015 Offices of physicians, including osteopathic physicians. 8021 Offices of dentists. 8040 Offices of other health practitioners. 8050 Nursing and personal care facilities. 8060 Hospitals. 8071 Medical laboratories. 8099 Other medical services. 8111 Legal services. 8200 Educational services. 8300 Social services. 8600 Membership organizations. 8911 Architectural and engineering services. 8930 Accounting, auditing, and bookkeeping. 8980 Miscellaneous services (including veterinarians).